SPIDER-GWEN:
SHADOW CLONES
MARVEL
KIM
ZAMA
JUNIOR
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11.22

SPIDER-GWEN:
SHADOW CLONES

WHEN TEENAGER GWEN STACY SUITS UP IN HER SYNTHETIC SYMBIOTIC SUIT, SHE GAINS AMAZING POWERS: A PRECOGNITIVE AWARENESS OF DANGER, ADHESIVE FINGERTIPS AND TOES AND THE PROPORTIONAL SPEED AND STRENGTH OF A SPIDER. NOW SHE USES HER POWERS FOR GOOD AS THE SUPER HERO CALLED GHOST-SPIDER. BUT YOU KNOW HER AS...

SPIDER-GWEN: SHADOW CLONES

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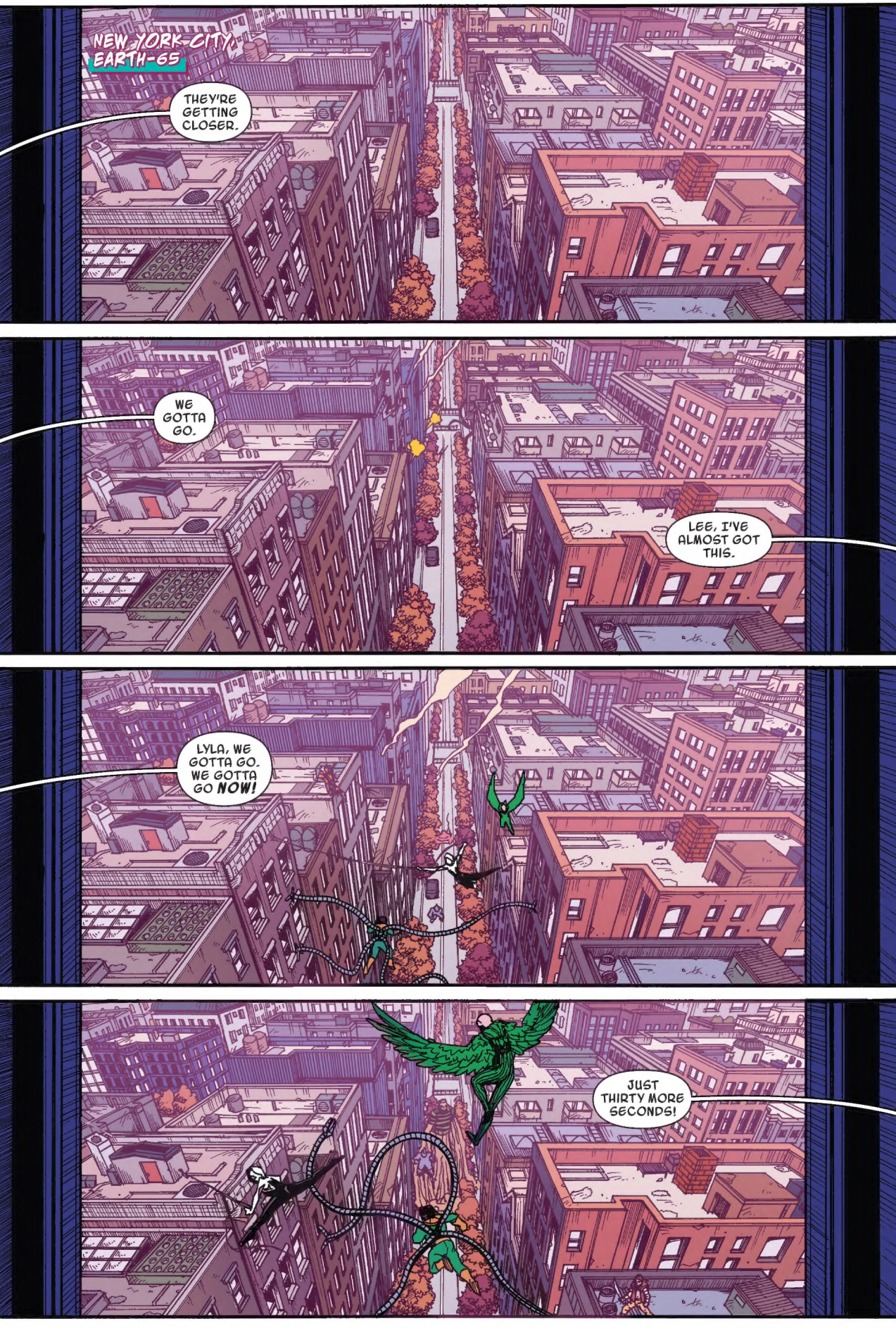
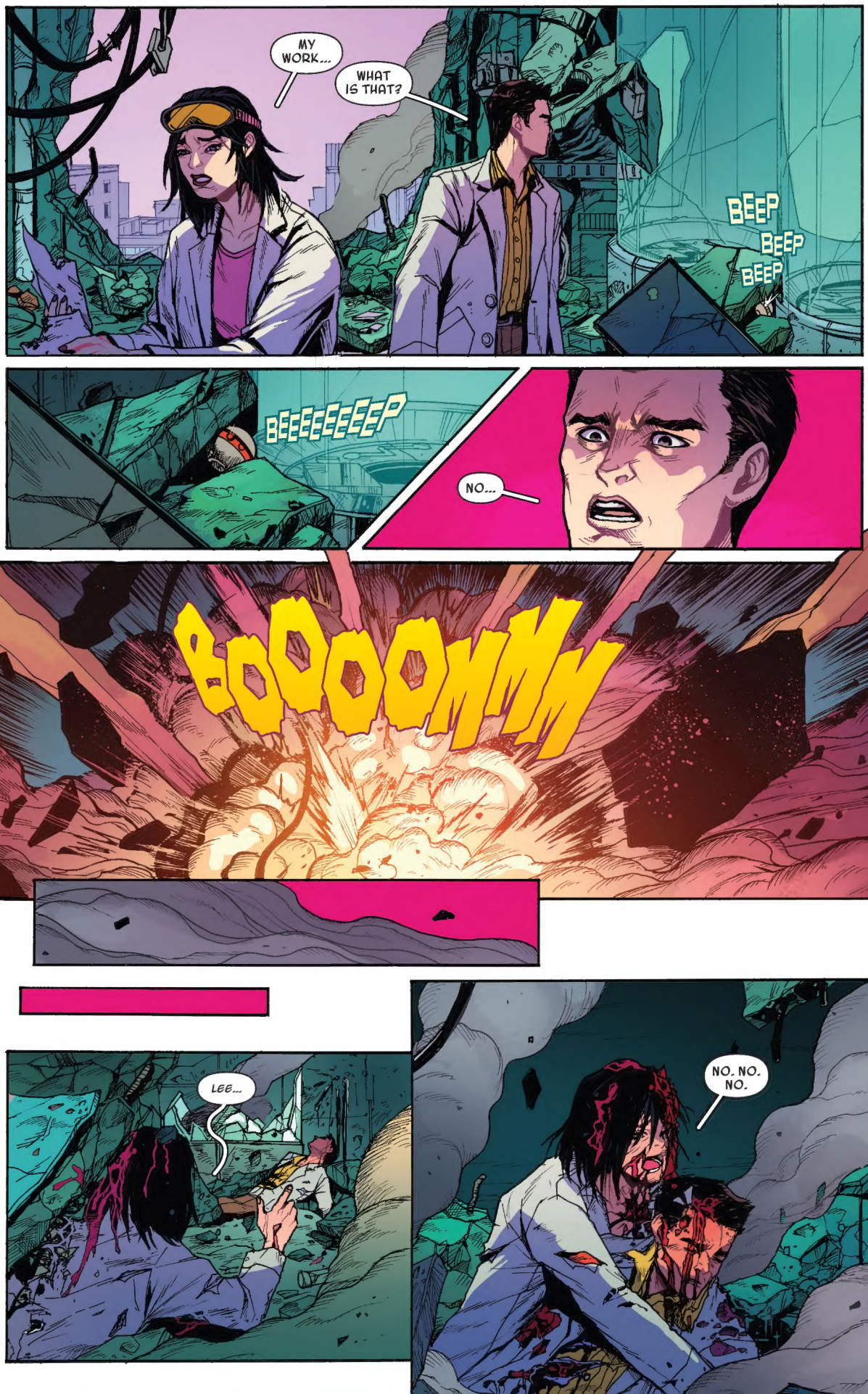

NEW YORK CITY
EARTH-65
THEY'RE GETTING CLOSER.
WE GOTTA GO.
LEE, I'VE ALMOST GOT THIS.
LYLA, WE GOTTA GO. WE GOTTA GO NOW!
JUST THIRTY MORE SECONDS!

SANDMAN.
Can transform any body part to sand. Usually reeking havoc in Spider-Man's dimension.
NOW, I MAY BE CRAZY.
BUT IT KIND OF FEELS LIKE YOU GUYS DON'T LIKE ME MUCH.
RHINO.
A lotta brawn but not much brain. Currently displaced in Gwen's world.
MUST BE BECAUSE ALL OF YOU BELONG IN SPIDER-MAN'S DIMENSION, Y'KNOW, EARTH-616? BECAUSE IF YOU WERE FROM MY EARTH...WELL, YOU'D JUST LOVE ME.
VULTURE.
The name says it all. From Earth-616.
KRAVEN THE HUNTER.
A great hunter, especially when it comes to spider heroes. Another 616 native.
GHOST-SPIDER.
A.K.A Gwen Stacy.
A.K.A. Spider-Gwen.
Spider heroine of the Earth-65 dimension.
And she's about to kick some super villain butt.
DOCTOR OTTO OCTAVIUS.
A.K.A. Doc Ock.
Mad scientist fused with mechanical tentacles. He's also a dimensionally displaced Spider-Man villain.

LYLA! WE'RE IN THE MIDDLE OF A WAR ZONE! IT'S NOT SAFE--WE NEED TO EVACUATE!
I TOLD YOU, THIS PART OF THE EXPERIMENT IS EXTREMELY TIME SENSITIVE. IF I LEAVE NOW, I'LL LOSE MONTHS OF WORK! I JUST NEED TO DEBUG THIS ONE LAST SECTION...
LYLA!
SMASH

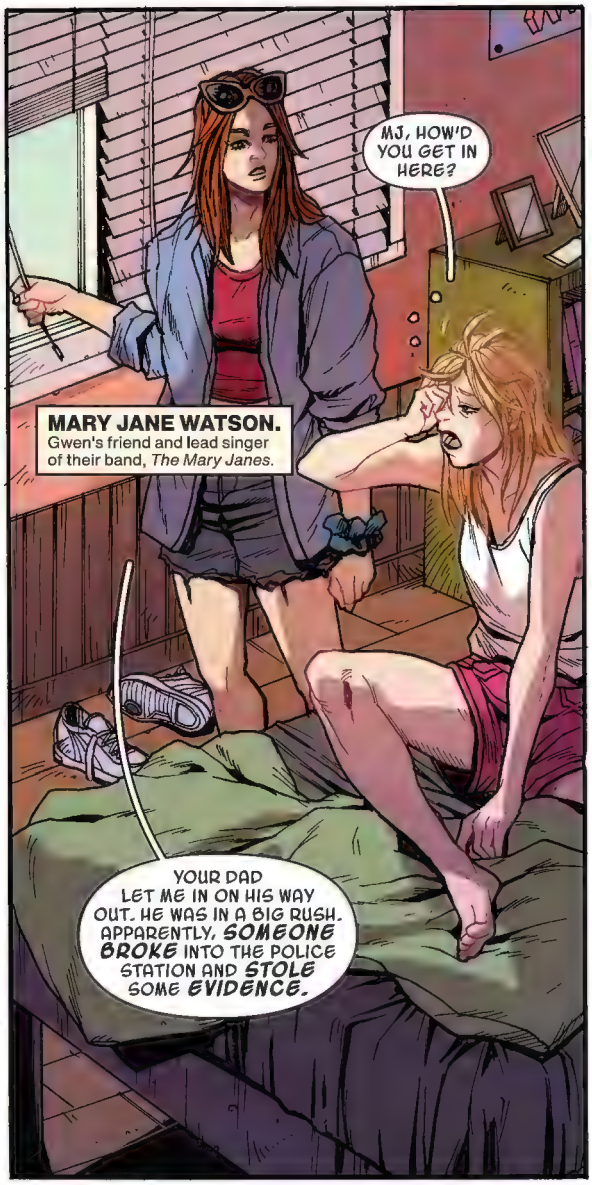
NO!
STAY DOWN!
GET BEHIND ME!
THWIP
THWIP
BOOM
BOOM
BOOM
I'M GONNA LURE HIM AWAY. YOU'LL BE SAFE HERE.
SPIDER-MAN IS ALWAYS GROANING ABOUT YOU LOT. AND NOW I GET WHY.
I MEAN, I KNOW US OTHER SPIDER HEROES OUT IN THE SPIDER-VERSE ARE TEMPTING TANGO PARTNERS, BUT HOW ABOUT GOING HOME TO GOOD OL' EARTH-616?

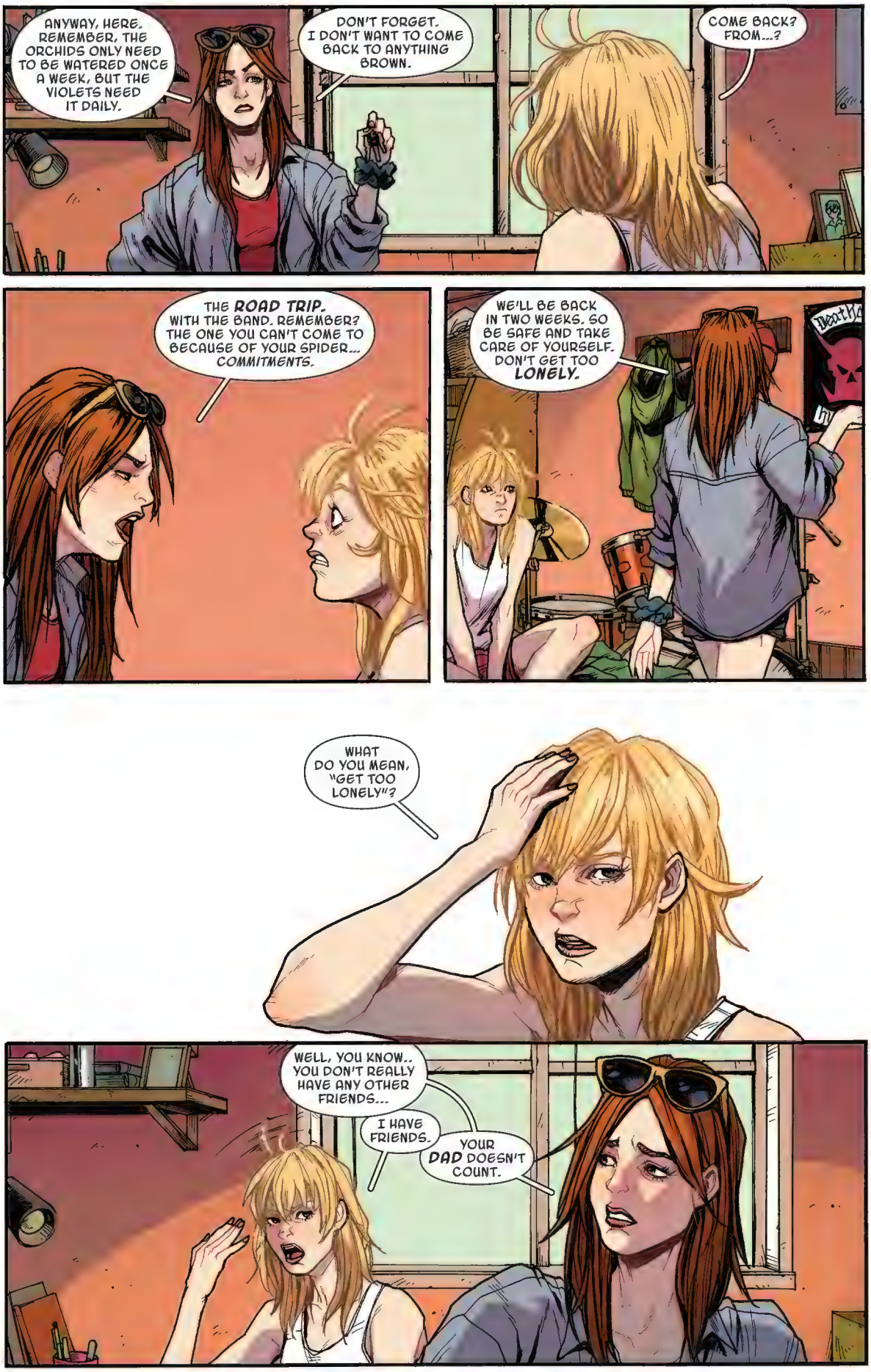

MY WORK...
WHAT IS THAT?
BEEP
BEEP
BEEP
BEEEEEEEEEP
NO...
BOOOOMMM
LEE...
NO. NO. NO.

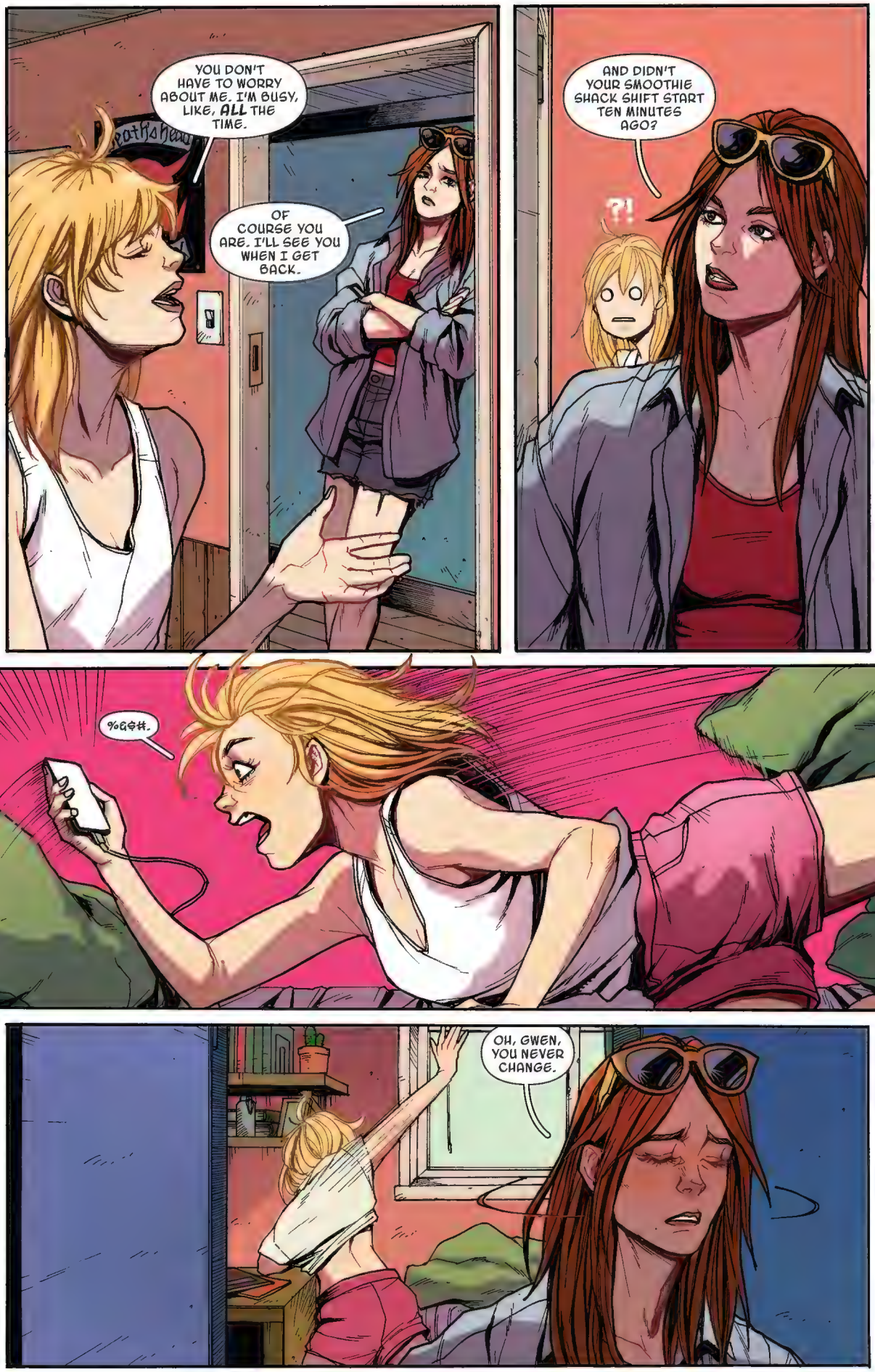
COME BACK! GHOST-SPIDER, WE NEED HELP!
HELP... PLEASE...COME BACK.
I'VE LOST... EVERYTHING!
NOW WE'RE HAVING SOME FUN!
BECAUSE OF YOU... GHOST-SPIDER.

A FEW MONTHS LATER.
AT THE HOME OF GWEN STACY, A.K.A. GHOST-SPIDER.
KNOCK
KNOCK
ZZZZZZZZZZZZZZZZZ
POWER PACK

REALLY, GWEN?
HUH...?
IT'S ALMOST NOON.
I WAS--
I KNOW, I KNOW. I'M SURE YOU WERE BUSY BATTLING SOME WORLD-ENDING THREAT LAST NIGHT.
WELL, ACTUALLY...
DON'T NEED THE DETAILS.


MJ, HOW'D YOU GET IN HERE?
MARY JANE WATSON.
Gwen's friend and lead singer of their band, The Mary Janes.
YOUR DAD LET ME IN ON HIS WAY OUT. HE WAS IN A BIG RUSH. APPARENTLY, SOMEONE BROKE INTO THE POLICE STATION AND STOLE SOME EVIDENCE.


ANYWAY, HERE. REMEMBER, THE ORCHIDS ONLY NEED TO BE WATERED ONCE A WEEK, BUT THE VIOLETS NEED IT DAILY.
DON'T FORGET. I DON'T WANT TO COME BACK TO ANYTHING BROWN.
COME BACK? FROM....?
THE ROAD TRIP. WITH THE BAND. REMEMBER? THE ONE YOU CAN'T COME TO BECAUSE OF YOUR SPIDER... COMMITMENTS.
WE'LL BE BACK IN TWO WEEKS. SO BE SAFE AND TAKE CARE OF YOURSELF. DON'T GET TOO LONELY.
WHAT DO YOU MEAN, "GET TOO LONELY"?
WELL, YOU KNOW.. YOU DON'T REALLY HAVE ANY OTHER FRIENDS...
I HAVE FRIENDS.
YOUR DAD DOESN'T COUNT.

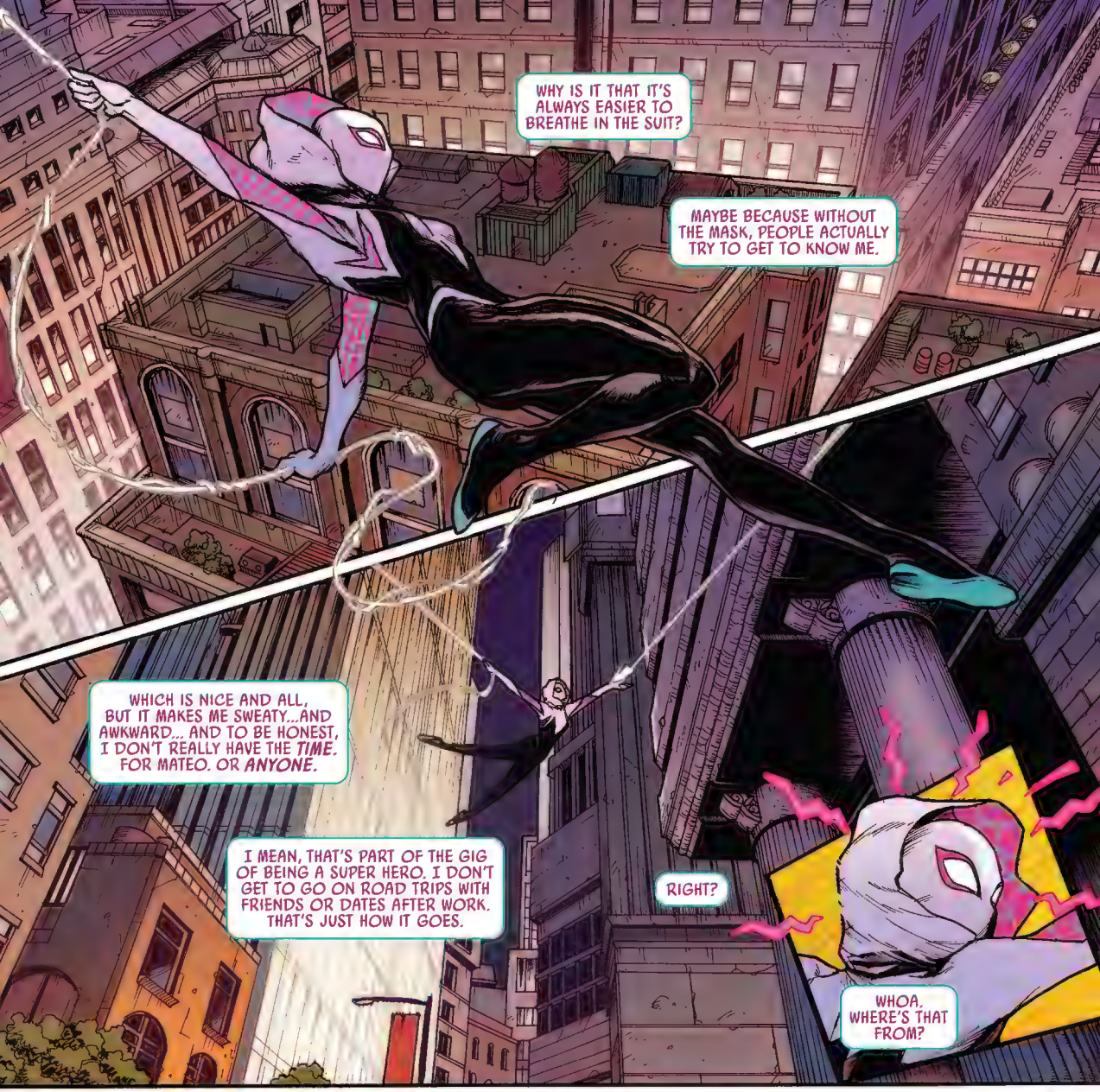

YOU DON'T HAVE TO WORRY ABOUT ME. I'M BUSY, LIKE, ALL THE TIME.
OF COURSE YOU ARE. I'LL SEE YOU WHEN I GET BACK.
AND DIDN'T YOUR SMOOTHIE SHACK SHIFT START TEN MINUTES AGO?
?!
%@$#.
OH, GWEN, YOU NEVER CHANGE.

SORRY I'M LATE!
THAT'S OKAY, GWEN. IT'S NOT TOO BUSY TODAY.
PLUS, YOU'RE CUTE ENOUGH TO GET AWAY WITH IT.
DOES THAT MEAN YOU'LL MAKE ME ANOTHER ONE OF YOUR TROPICAL TANGOS, MATEO?
ANYTHING FOR YOU.
LATER.
I'LL TAKE OUT THE TRASH, AND THEN WE SHOULD BE DONE.
WANT TO GRAB SOME FOOD? I'M STARVING.
ANYTHING FOR YOU.

HE ACTUALLY ASKED ME TO DO SOMETHING...AND IT ONLY TOOK THREE MONTHS.
SO... WHAT KIND OF FOOD YOU UP FOR?
ANY-THING'S GOOD. MAYBE--
PUT THE CASH IN THE BAG.
HURRY UP!
I'M SORRY, I'VE GOT TO STOP THOSE GUYS.
DO YOU NEED HELP? I MEAN, OF COURSE YOU DON'T NEED HELP--YOU'RE GHOST-SPIDER.
JUST STAY OUT OF THE WAY! I CAN HANDLE IT. CATCH UP WITH YOU ANOTHER TIME!

YEAH, TOTALLY... I CAN DO THAT...

THIS WAY, MAN!
100% BEEF
YOU JUST PULLED ME AWAY FROM WHAT COULD HAVE BEEN A REALLY NICE MOMENT. SO I'M NOT IN THE MOOD FOR THE TYPICAL BANTER.
I'D RATHER GO STRAIGHT TO THE BASHING. UNLESS YOU DECIDE TO END THIS QUIETLY.
ER--
100% BEEF
DON'T HURT US, PLEASE.
100% BEEF
I'LL BE RETURNING THIS TO ITS ORIGINAL OWNER.
AND HE CAN DECIDE WHAT TO DO WITH YOU.
THANK YOU!


WHY IS IT THAT IT'S ALWAYS EASIER TO BREATHE IN THE SUIT?
MAYBE BECAUSE WITHOUT THE MASK, PEOPLE ACTUALLY TRY TO GET TO KNOW ME.
WHICH IS NICE AND ALL, BUT IT MAKES ME SWEATY...AND AWKWARD... AND TO BE HONEST, I DON'T REALLY HAVE THE *TIME.* FOR MATEO. OR *ANYONE.*
I MEAN, THAT'S PART OF THE GIG OF BEING A SUPER HERO. I DON'T GET TO GO ON ROAD TRIPS WITH FRIENDS OR DATES AFTER WORK. THAT'S JUST HOW IT GOES.
RIGHT?
WHOA. WHERE'S THAT FROM?

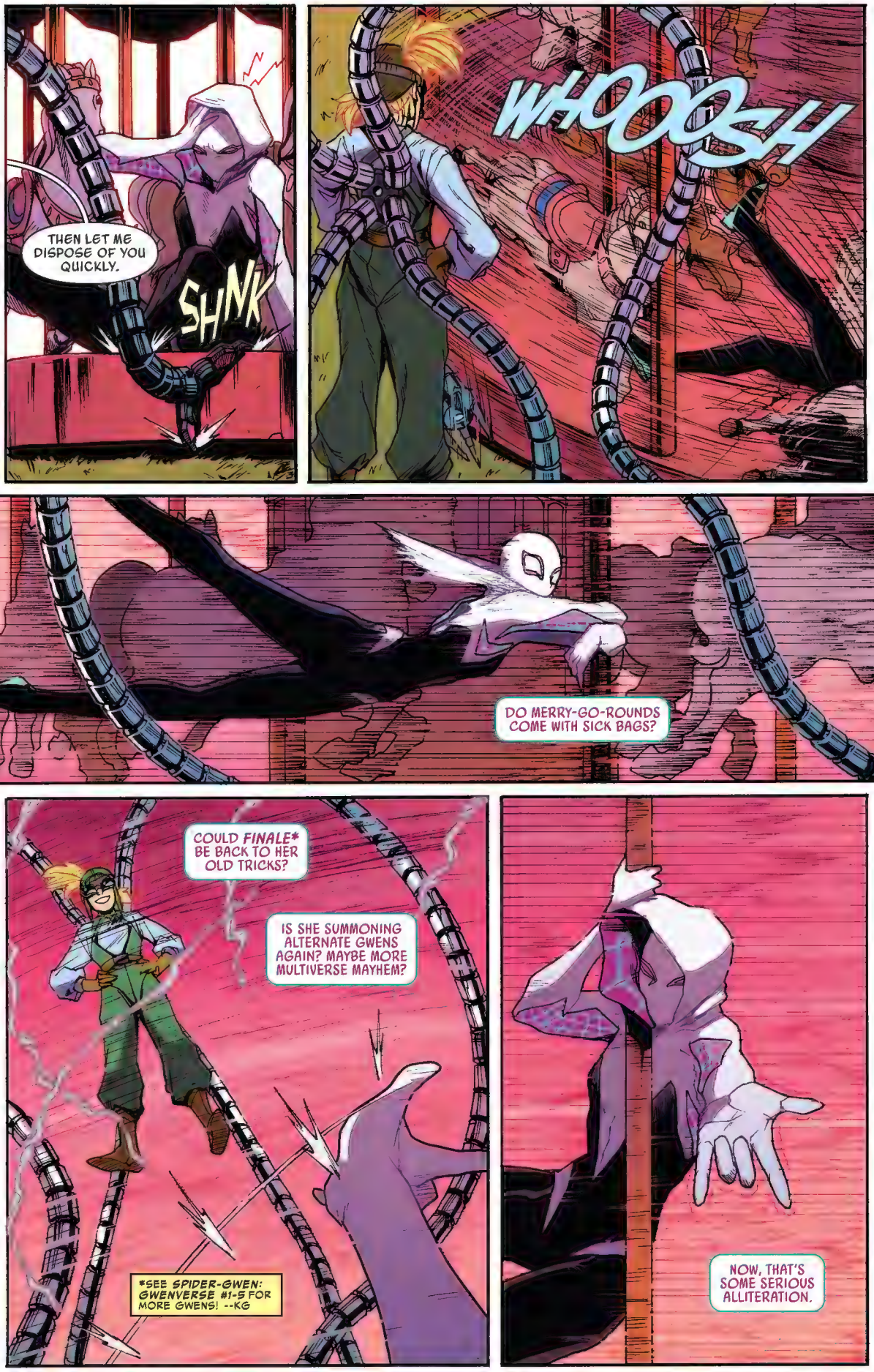
NOW WHAT DO WE HAVE HERE?

IS THAT...

...DOCTOR OCTOPUS? I THOUGHT I'D SENT ALL THE SPIDER-BADDIES BACK TO EARTH-616.
COULD MY TICKET TO THE MULTIVERSE, THAT ALLOWS ME TO DIMENSION JUMP BE ON THE FRITZ AGAIN?
THE LAST TIME A MULTIVERSAL RIFT HAPPENED, I HAD TO DEAL WITH FIVE SUPER-HERO VERSIONS OF ME. AND I REALLY DON'T WANT TO DO THAT AGAIN!
WHATEVER THE CASE, HE'S PROBABLY NOT HERE TO GO SIGHTSEEING.
BETTER FOLLOW HIM...
YOU KNOW...

...IT'S NOT VERY POLITE TO SNEAK UP ON PEOPLE.

UM, WHAT IS HAPPENING HERE?
WHAM
YOU SEEM TO BE DOCTOR OCTOPUS, BUT YOU ALSO LOOK LIKE ME. YOU'RE SOME KIND OF... GWEN OCK!
HAVE YOU EVER CONSIDERED THAT YOU'RE A VERSION OF ME?
YOU'RE MISSING THE POINT HERE--THERE ARE TWO OF US. WHICH IS ONE TOO MANY.
CRSHHH


THEN LET ME DISPOSE OF YOU QUICKLY.
SHNK
WHOOSH
DO MERRY-GO-ROUNDS COME WITH SICK BAGS?
COULD FINALE* BE BACK TO HER OLD TRICKS?
IS SHE SUMMONING ALTERNATE GWENS AGAIN? MAYBE MORE MULTIVERSE MAYHEM?
*SEE SPIDER-GWEN: GWENVERSE #1-5 FOR MORE GWENS! --KG
NOW, THAT'S SOME SERIOUS ALLITERATION.

IF ONLY GWEN OCK WOULD JUST STAY STILL AND TALK TO ME.
ALL...THREE OF HER.
WELL, MAYBE I CAN MAKE THAT HAPPEN.
THAT'S RIGHT. COME AND GET ME.

THAT ALL YOU GOT? I THOUGHT YOUR TENTACLES WERE FAST.
I'LL SHOW YOU FAST.
JUST ONE MORE...
GOTCHA.
YOU KNOW WHAT THEY SAY ABOUT FERRIS WHEELS?
SPLAT

SCREECH
WHAT GOES AROUND COMES AROUND.

WHAT'S THAT THING ON THE BACK OF HER NECK?
HNGH!
OINK
H-HEY, WHAT ARE YOU DOING? STO--!
THE WORLD... IT'S SO MUCH CLEARER...
WHERE AM I...?

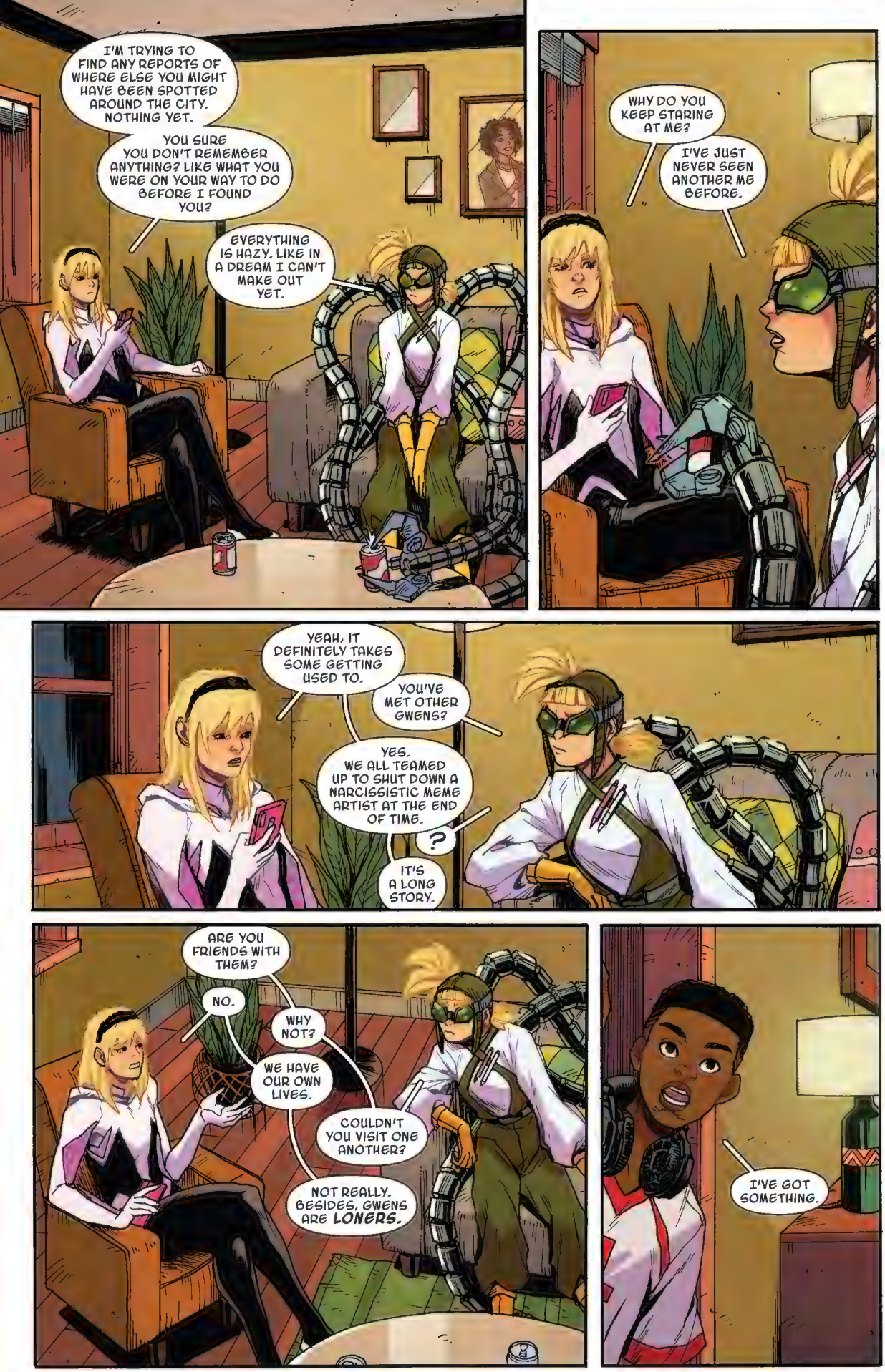
ON THE RIDE OF YOUR LIFE.
IS THIS A TRICK? WHY DO YOU LOOK LIKE ME?!
YOU TELL ME. WHAT EARTH ARE YOU FROM?
EARTH?
HOW DID YOU GET HERE? HAS THERE BEEN ANOTHER DIMENSIONAL RIFT?
I HAVE NO IDEA WHAT YOU'RE TALKING ABOUT. I WAS HEADING SOMEWHERE BUT...I WASN'T IN CONTROL.
IT WAS LIKE I WAS WATCHING MYSELF MOVE ON A TV SCREEN.

MAYBE THIS CAN EXPLAIN YOUR HOT-AND-COLD ACT.
SO YOU'RE COOL NOW? YOU'RE NOT GOING TO ATTACK ME AGAIN?
ATTACK YOU? I DON'T EVEN KNOW YOU.
YEAH, BUT I KNOW YOU.
CLICK

I'M GUESSING THIS THING IS THE KEY TO EVERY-THING...

...AND I KNOW EXACTLY WHO CAN UNLOCK IT.

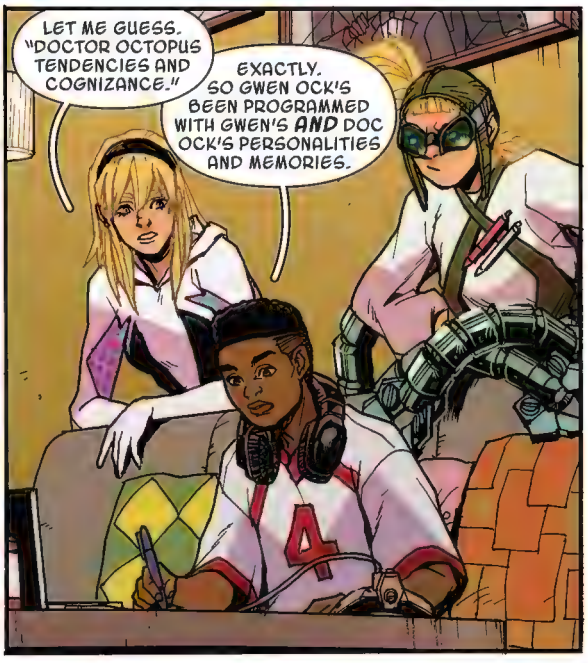
THIS IS WHAT YOU MEANT WHEN YOU TEXTED THAT YOU HAD A "SMALL FAVOR" TO ASK?
GREETINGS.
GWEN.
UH... HEY. I'M REED RICHARDS.
NO, I'M GWEN. THIS IS, UH, GWEN OCK.
I HAVE SO MANY QUESTIONS.
DON'T SAY THAT. YOU'RE THE ANSWERS GUY.
I'M 12. HOW AM I THE ANSWERS GUY?
BECAUSE YOU'RE 12 BUT YOU'RE ALSO A BRILLIANT SCIENTIST.
AND YOU'RE A PAIN IN MY NECK.
YOU COULD SAY THAT AGAIN. I NEED TO FIGURE OUT WHAT THIS IS. IT WAS EMBEDDED IN HER NECK, AND IT SEEMED TO BE CONTROLLING HER BEHAVIOR.
I DON'T KNOW, I'VE GOT EXAMS TOMORROW, AND I'M JUST ABOUT TO CRACK THIS ALGORITHM...
TWENTY PERCENT OFF AT THE SMOOTHIE SHACK ALL SUMMER.
DEAL.
THIS IS POWERED BY A COMPRESSED PROCESSING UNIT. QUANTUM TECHNOLOGY. REALLY ADVANCED.
GIMME A MINUTE. YOU CAN HANG OUT IN MY LIVING ROOM. MY FOLKS ARE OUT OF TOWN.

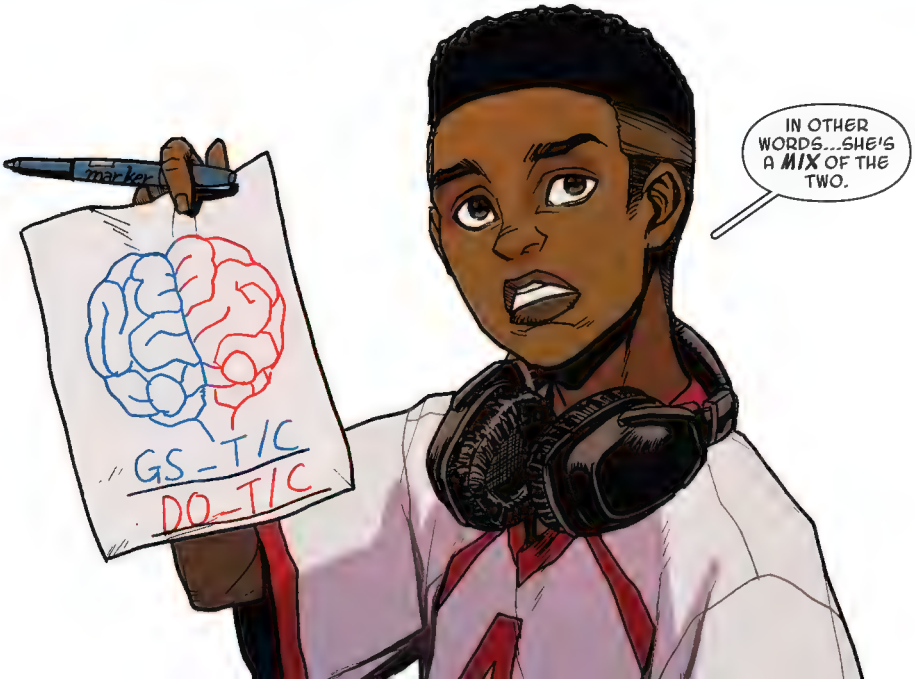

I'M TRYING TO FIND ANY REPORTS OF WHERE ELSE YOU MIGHT HAVE BEEN SPOTTED AROUND THE CITY. NOTHING YET.
YOU SURE YOU DON'T REMEMBER ANYTHING? LIKE WHAT YOU WERE ON YOUR WAY TO DO BEFORE I FOUND YOU?
EVERYTHING IS HAZY. LIKE IN A DREAM I CAN'T MAKE OUT YET.
WHY DO YOU KEEP STARING AT ME?
I'VE JUST NEVER SEEN ANOTHER ME BEFORE.
YEAH, IT DEFINITELY TAKES SOME GETTING USED TO.
YOU'VE MET OTHER GWENS?
YES. WE ALL TEAMED UP TO SHUT DOWN A NARCISSISTIC MEME ARTIST AT THE END OF TIME.
?
IT'S A LONG STORY.
ARE YOU FRIENDS WITH THEM?
NO.
WHY NOT?
WE HAVE OUR OWN LIVES.
COULDN'T YOU VISIT ONE ANOTHER?
NOT REALLY. BESIDES, GWENS ARE LONERS.
I'VE GOT SOMETHING.

GWEN OCK ISN'T FROM ANOTHER EARTH. SHE'S A CLONE.
WHAT?!
GWEN OCK IS A CLONE OF GWEN. HER BIOELECTRIC SIGNATURE INDICATES SHE'S DEFINITELY FROM THIS EARTH. BUT SHE'S BEEN GENETICALLY MODIFIED TO HAVE DOC OCK'S TENTACLES AND ABILITIES.
I'M...I'M A CLONE?
THIS HALO--WHICH I'LL COME BACK TO--HAS A MAPPING OF YOUR BRAIN.

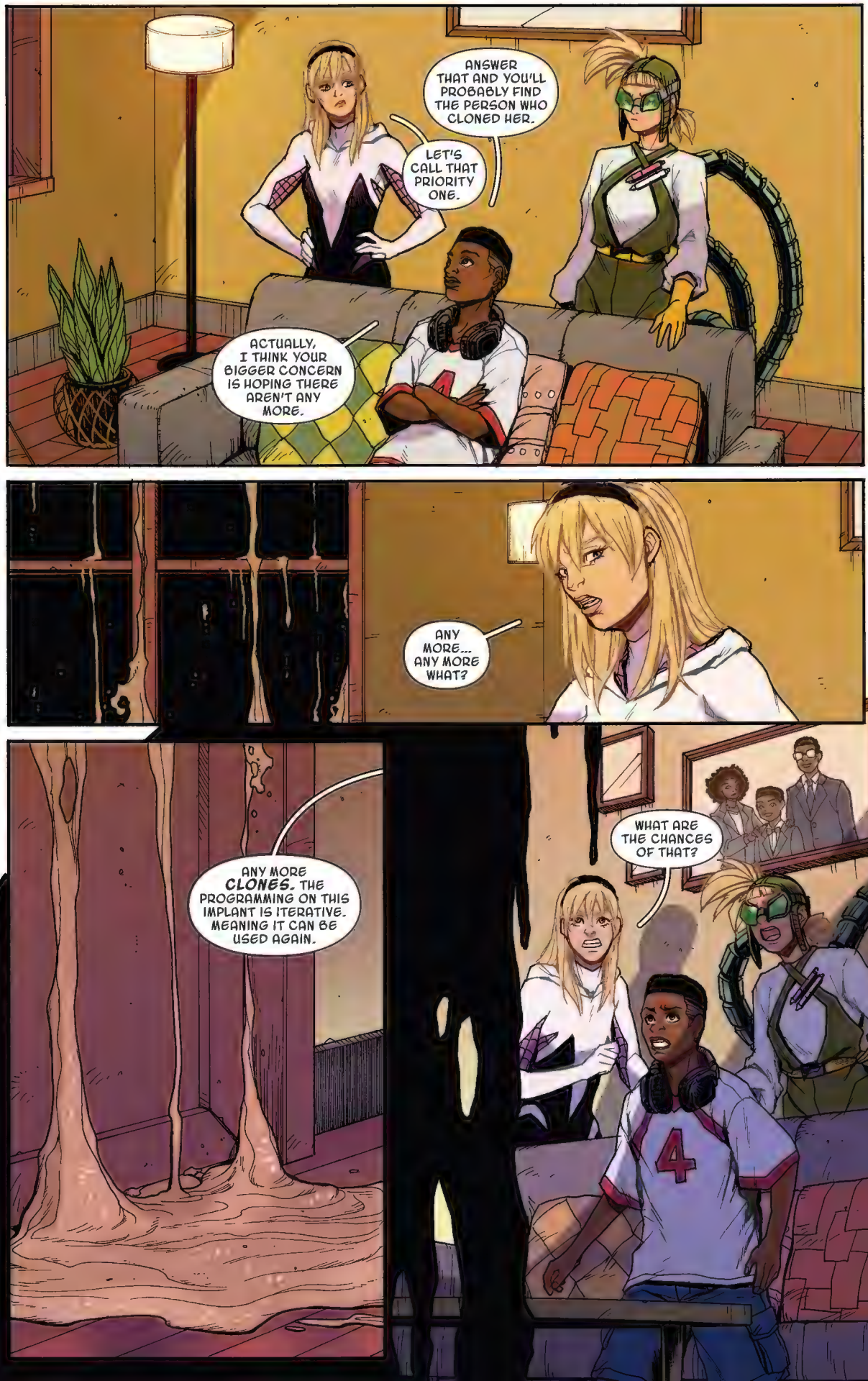
NOW, MOST PEOPLE'S BRAINS ARE MADE OF WHITE MATTER AXONS. BUT YOUR BRAIN IS INTERLACED WITH CARBON NANOTUBES--IT'S BASICALLY A SYNTHETIC COPY THAT'S BEEN PROGRAMMED.

THERE ARE TWO CORE CHARTINGS IN THE PROGRAMMING. THE FIRST IS LABELED "GS_T/C," WHICH I'VE INTERPRETED TO MEAN "GWEN STACY TENDENCIES AND COGNIZANCE."
THE SECOND IS "DO_T/C."
GS_T/C


LET ME GUESS. "DOCTOR OCTOPUS TENDENCIES AND COGNIZANCE."
EXACTLY. SO GWEN OCK'S BEEN PROGRAMMED WITH GWEN'S AND DOC OCK'S PERSONALITIES AND MEMORIES.


IN OTHER WORDS...SHE'S A MIX OF THE TWO.
marker
GS_T/C
DO_T/C

SO... I'M NOT REAL?
OF COURSE YOU'RE REAL. YOU HAVE YOUR OWN THOUGHTS, YOUR OWN CONSCIOUSNESS, YOUR OWN PAIN.
YOU'RE BASED OFF EXISTING BEINGS, BUT IF YOU THINK ABOUT IT, WE'RE ALL JUST COMBINATIONS OF TWO PREDECESSORS.
WAIT A SEC, SO SHE'S LIKE MY CHILD? WITH DOC OCK?
KINDA.
THAT'S NOT ALL. THE HALO IS SOME KIND OF CEREBRAL DIRECTIVE IMPLANT. IT'S DESIGNED TO HIJACK HER BASIC COGNITIVE FUNCTIONS.
SO I WAS RIGHT. SOMEONE'S CONTROLLING HER?
YES.
BUT WHO?


ANSWER THAT AND YOU'LL PROBABLY FIND THE PERSON WHO CLONED HER.
LET'S CALL THAT PRIORITY ONE.
ACTUALLY, I THINK YOUR BIGGER CONCERN IS HOPING THERE AREN'T ANY MORE.
ANY MORE... ANY MORE WHAT?
ANY MORE CLONES. THE PROGRAMMING ON THIS IMPLANT IS ITERATIVE. MEANING IT CAN BE USED AGAIN.
WHAT ARE THE CHANCES OF THAT?
4

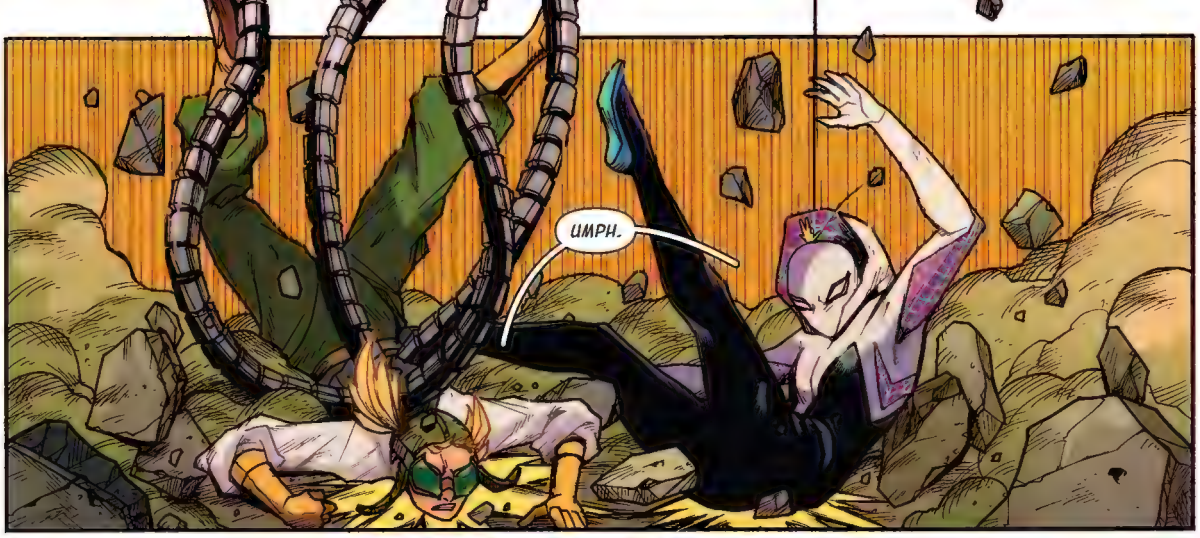
I'D SAY PRETTY HIGH.
4

TWO
D.NA
11.22

CRSHH
MY TEN-CORE HYPERLAKE CPU BETTER BE OKAY AFTER THIS!
REED RICHARDS' APARTMENT.
CURRENTLY UNDER ATTACK BY A GWEN STACY CLONE.
REED, RUN TO THE GROCER DOWN ON 8TH. STAY THERE UNTIL I COME FOR YOU.
AND YOU? YOU'RE GONNA TAKE ON THE SANDY CLONE?
YEAH. I GOTTA GET A HANDLE ON ALL THESE GWENS. THERE'S JUST TOO MUCH ME UP THERE.
DON'T WORRY, REED. I'LL BE BACK BEFORE YOU CAN COME UP WITH YOUR NEXT GENIUS HYPOTHESIS.
DON'T LET HER SMASH ANY MORE STUFF, GWEN! I JUST BUILT A NEW MOTHERBOARD WITH A NEXT-GEN CHIPSET!
TOOK FIVE MONTHS FOR ALL THE PARTS TO COME IN...
-SIGH-

OKAY, AS ANY BABYSITTER CAN TELL YOU, TOO MANY KIDS IN A SANDBOX MAKES FOR A MESSY PLAYDATE.
THRSSH
STOP BLABBERING AND HELP ME!
SNATCH
GWEN OCK! WE GOTTA MOVE THIS SHINDIG TO ANYWHERE BUT HERE.
YOU SURE ABOUT THAT?

FOLLOW ME, FELLOW ME'S.
BAM
ANOTHER IMPLANT. JUST LIKE THE ONE THAT WAS CONTROLLING GWEN OCK.
GWEN OCK! SHE'S GOT A HALO. TRY TO GRAB IT!
ON IT!
CRUNCH
GAH!
OOPS...


UMPH.

THUNK

WHOOOSH

I KNEW WE SHOULD'VE STAYED IN THE APARTMENT.
=SIGH=

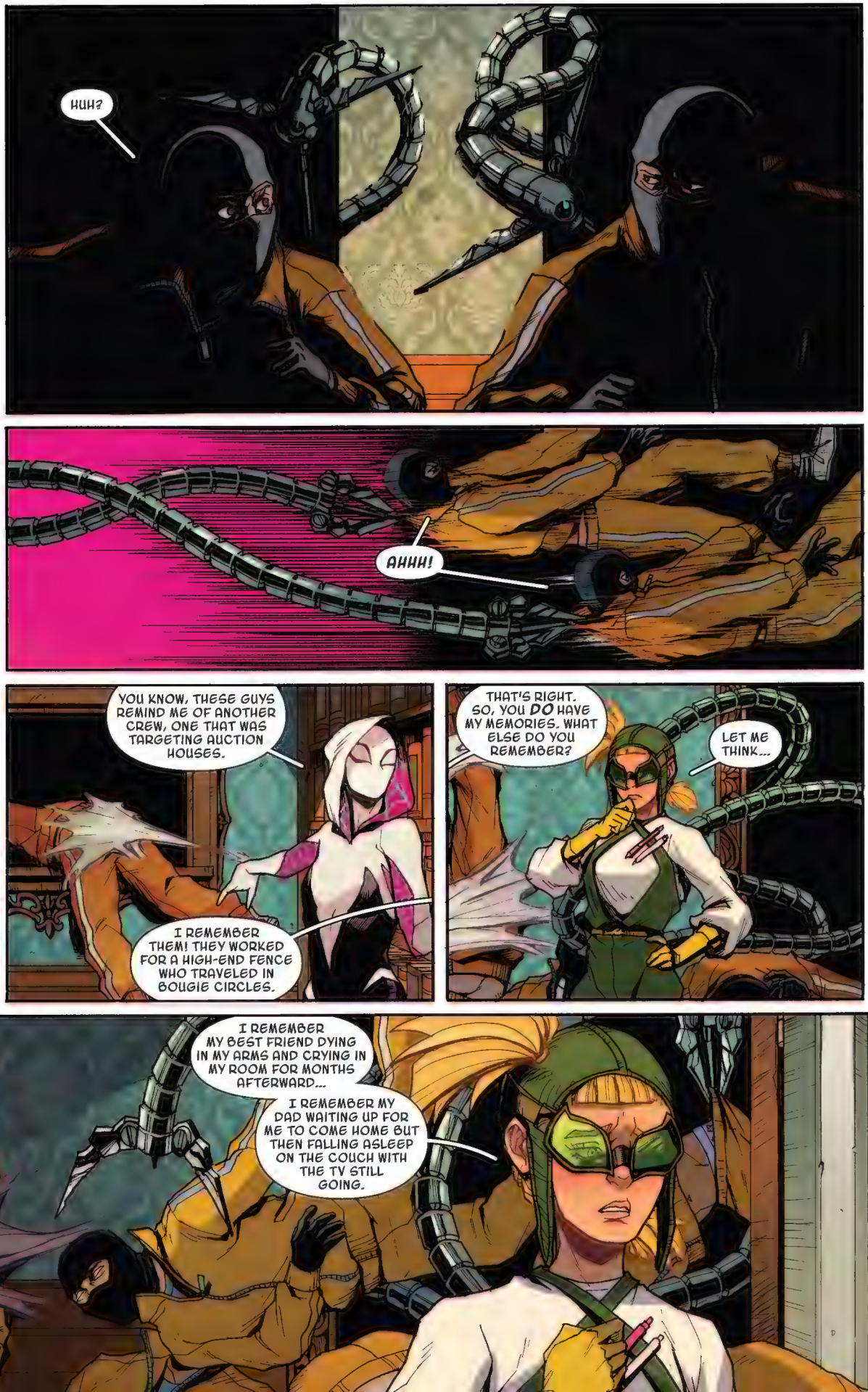
BACK AT REED RICHARDS' APARTMENT.
FROM WHAT I CAN TELL, THE CODE ON THE IMPLANT CONTINUOUSLY UPDATES A UNIQUE NEURAL NETWORK, WHICH IS WHAT ALLOWS IT TO HIJACK THE BRAIN'S MAIN FUNCTIONS.
YEAH, I GATHERED IT WAS MIND-CONTROLLING MY CLONES AFTER GWEN OCK HERE WENT ALL TERMINATOR T-1000 ON ME.
WELL, SUCH A COMPLEX MODEL CAN ONLY BE UPLINKED THROUGH A POWERFUL SIGNAL. REALLY POWERFUL.
I CAN INSTALL A SNIFFER ON GWEN OCK'S IMPLANT AND CROSS-REFERENCE IT WITH POWER SPIKES ON THE GRID TO TRACK DOWN THE OTHER IMPLANT--THE ONE ON SANDMAN...
...I MEAN, SANDMAN GWEN...
...I MEAN...
SANDGWEN?
I GUESS. IF YOU CAN REMOVE SANDGWEN'S IMPLANT AND BRING IT TO ME, THEN I CAN USE BOTH TO TRIANGULATE THE SIGNALS AND FIGURE OUT WHERE THE SERVER IS.
SO WE CAN FIND OUT WHO'S BEHIND ALL THIS?
SO I CAN TRY TO SHUT IT DOWN.
REED, I DON'T KNOW IF YOU SHOULD CONTINUE TO HELP.
WHY? YOU CAN'T TAKE BACK YOUR JUICE-DISCOUNT OFFER.
YOU STILL GET THE DISCOUNT. I JUST DON'T WANT YOU TO BE PUT IN DANGER AGAIN.

BUT YOU'VE ALREADY GOTTEN ME INVESTED. I CAN'T STOP NOW. PLUS, SANDGWEN WAS CLEARLY AFTER THE TWO OF YOU.
SO AS LONG AS YOU GUYS STAY AWAY FROM ME, I SHOULD BE FINE.
KID'S RIGHT.
I DON'T KNOW...
GO ON. GO DO SOME SUPER-HEROING. OR SUPER-GWENNING. I'LL CALL YOU WHEN I HAVE SANDGWEN'S LOCATION.
ALL RIGHT, LET'S GO, GWEN OCK.
REED, I--
I KNOW. YOU'RE WELCOME.

WE SHOULD HEAD HOME AND TALK STRATEGY.
STRATEGY?
ABOUT HOW TO REMOVE SANDGWEN'S IMPLANT. IN CASE YOU HADN'T NOTICED, SHE'S TRICKY TO GRAB HOLD OF.
MY STRATEGY IS TO SEE AND SMASH.
AND LOOK WHAT HAPPENED. YOU SMASHED A HOLE IN THE GROUND, AND WE LOST HER.
WHICH NEVER WOULD HAVE HAPPENED IF YOU HADN'T MADE US MOVE. OF COURSE A SAND-BASED BEING IS GOING TO HAVE THE ADVANTAGE IN AN OPEN SPACE.
YOU DON'T HAVE TO LISTEN TO ME...IN FACT, YOU DON'T HAVE TO BE HERE AT ALL. I CAN DO THIS ON MY OWN.
I'M THE ONE WHO FOUND OUT I'M A CLONE. THE REST OF MY LIFE DEPENDS ON FINDING WHO'S BEHIND THIS. IF ANYONE IS GOING TO DO THIS ON THEIR OWN, IT'S ME.
I AM LITERALLY A COPY OF YOU.
DON'T COPY WHAT I SAY.
DON'T REMIND ME.
HMPH!

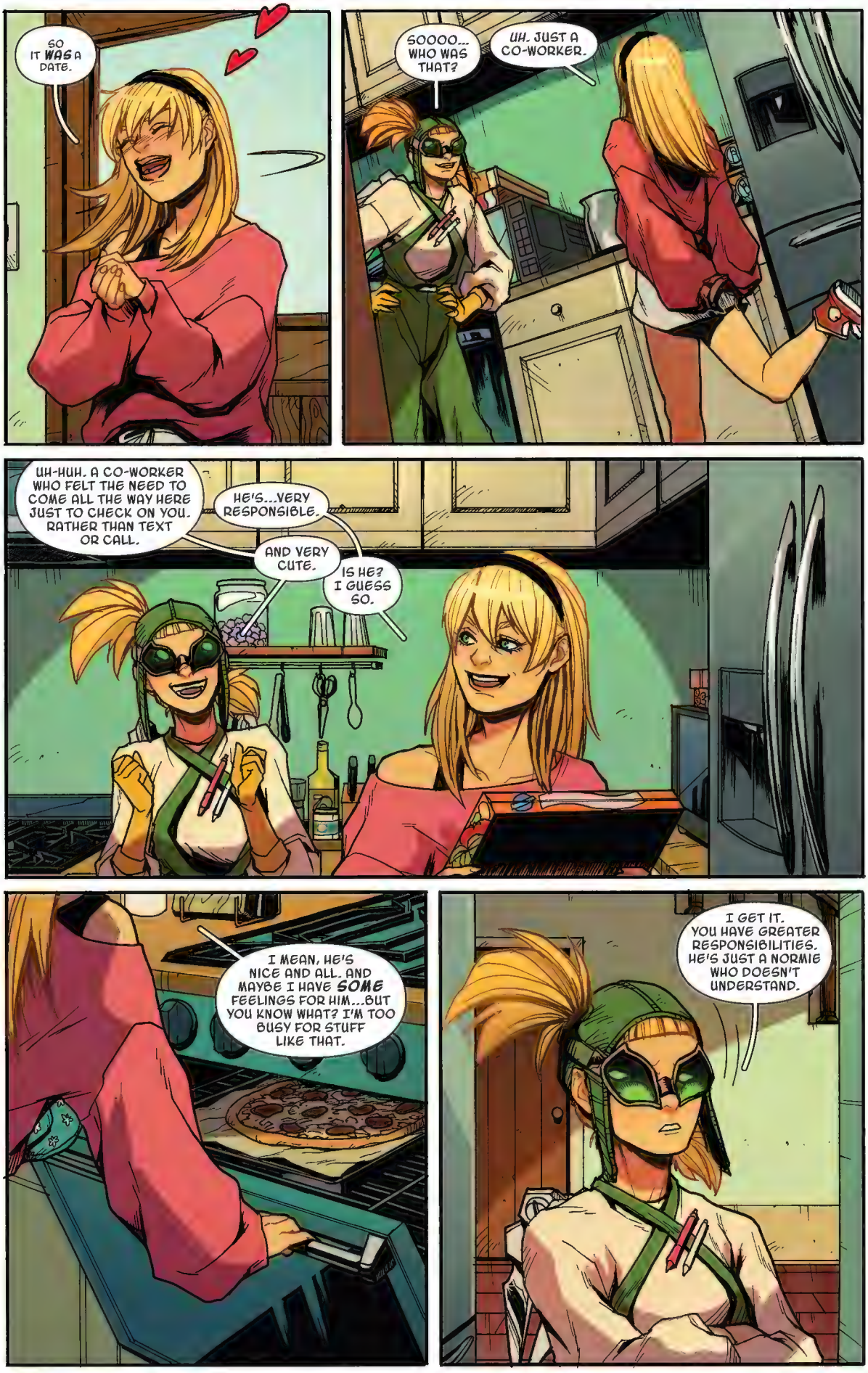
IF YOU'RE REALLY ME... DOES THAT MEAN YOU HAVE ALL MY MEMORIES?
I'M NOT SURE...
THERE.

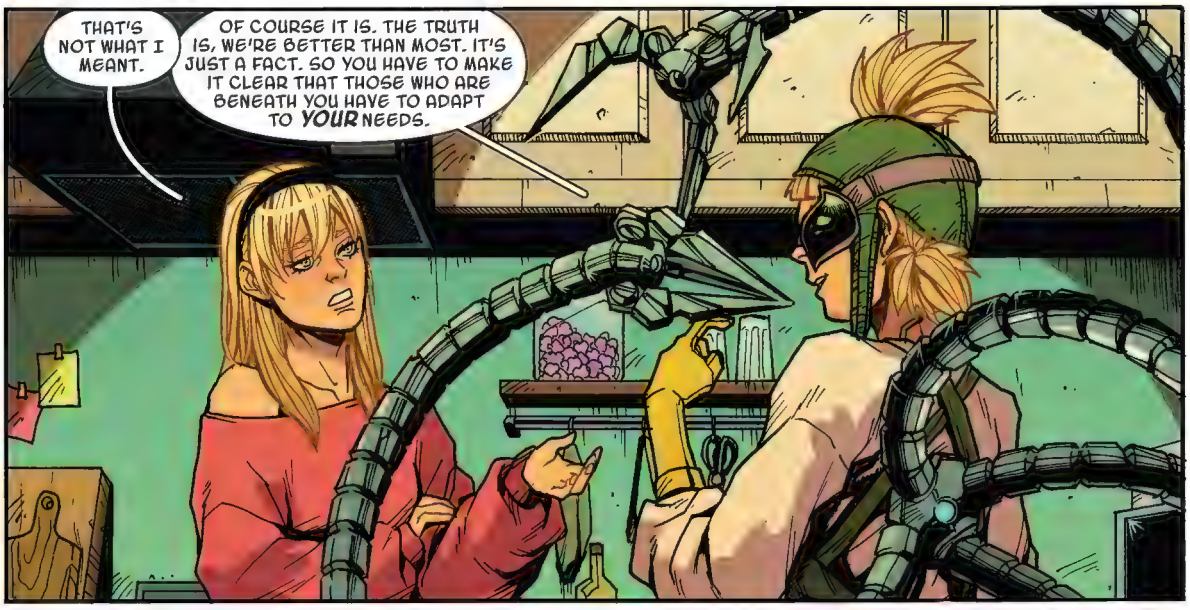
WHERE ARE THE OTHERS?
THEY'RE ALL OVER. THIS PLACE HAS THIRTEEN BEDROOMS.
JACKPOT.
SPLAT
JACKPOT IS RIGHT.
EVERYONE ABORT! ABORT!

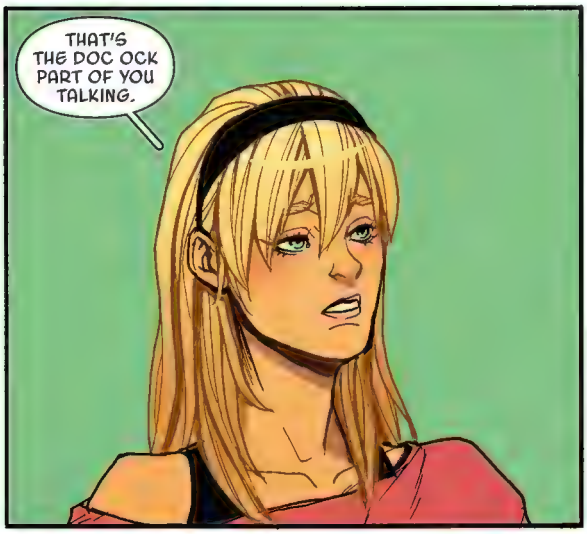

HUH?
AHHH!
YOU KNOW, THESE GUYS REMIND ME OF ANOTHER CREW, ONE THAT WAS TARGETING AUCTION HOUSES.
I REMEMBER THEM! THEY WORKED FOR A HIGH-END FENCE WHO TRAVELED IN BOUGIE CIRCLES.
THAT'S RIGHT. SO, YOU DO HAVE MY MEMORIES. WHAT ELSE DO YOU REMEMBER?
LET ME THINK...
I REMEMBER MY BEST FRIEND DYING IN MY ARMS AND CRYING IN MY ROOM FOR MONTHS AFTERWARD...
I REMEMBER MY DAD WAITING UP FOR ME TO COME HOME BUT THEN FALLING ASLEEP ON THE COUCH WITH THE TV STILL GOING.

AND NO MATTER HOW MANY TIMES YOU TOLD HIM NOT TO WAIT UP, HE STILL DID IT.
YEAH!
BUT DAD'S NOT TOO BAD. THE REAL NAGGY ONE IS--
MJ.
YES!
SHE'S ALWAYS TELLING ME WHAT I'M DOING WRONG AND HOW I'M MISSING OUT ON STUFF.
EXACTLY. BUT I HAVE TO SAY, I'M GLAD SHE STICKS AROUND. SOMETIMES, I WORRY...
WELL...
YOU'RE WORRIED ONE DAY SHE'LL GET SICK OF YOU AND LEAVE.
YEAH...
AND THEN WE'LL REALLY BE ALONE.
I'VE NEVER TOLD ANYONE THAT.
WE'RE STILL HERE, YOU KNOW.
IT'S DIALING THE POLICE. I'D TELL THEM WHERE YOU ARE IF I WERE YOU. THIS POSITION CAN'T BE GOOD FOR YOUR BACK.

BACK AT GWEN STACY'S HOME.
YOUR DAD LEFT A NOTE--SAYS HE'S WORKING LATE AT THE STATION. HE THINKS "YESTERDAY'S BREAK-IN IS CONNECTED TO THE ONE FROM A COUPLE OF WEEKS AGO."
FROZEN PIZZA FOR DINNER IT IS, THEN.
Y'KNOW, ONE TIME AT SCHOOL, I FOUND A HIDDEN LADDER TO THE ROOF. I WENT UP THERE TO EAT THE FROZEN PIZZA THE CAFETERIA SERVED BY MYSELF, SO THE BULLIES COULDN'T FIND ME.
THAT'S NOT ONE OF MY MEMORIES. THAT MUST BE DOC OCK.
I GUESS I REALLY AM AN AMALGAM OF YOU TWO.
KNOCK KNOCK
KNOCK KNOCK
COMING!
MATEO?
HEY, GWEN. YOU DIDN'T SHOW UP FOR YOUR SHIFT, SO I GOT WORRIED. JUST WANTED TO CHECK THAT YOU'RE OKAY.
I'M SORRY, SOMETHING...CAME UP. IS THERE ANY WAY YOU COULD COVER FOR ME?
NO PROBLEM, I GOT YOU.
AND DON'T FORGET WE STILL HAVE THAT DATE TO FINISH.


SO IT WAS A DATE.
SOOOO... WHO WAS THAT?
UH. JUST A CO-WORKER.
UH-HUH. A CO-WORKER WHO FELT THE NEED TO COME ALL THE WAY HERE JUST TO CHECK ON YOU. RATHER THAN TEXT OR CALL.
HE'S...VERY RESPONSIBLE.
AND VERY CUTE.
IS HE? I GUESS SO.
I MEAN, HE'S NICE AND ALL. AND MAYBE I HAVE SOME FEELINGS FOR HIM...BUT YOU KNOW WHAT? I'M TOO BUSY FOR STUFF LIKE THAT.
I GET IT. YOU HAVE GREATER RESPONSIBILITIES. HE'S JUST A NORMIE WHO DOESN'T UNDERSTAND.


THAT'S NOT WHAT I MEANT.
OF COURSE IT IS. THE TRUTH IS, WE'RE BETTER THAN MOST. IT'S JUST A FACT. SO YOU HAVE TO MAKE IT CLEAR THAT THOSE WHO ARE BENEATH YOU HAVE TO ADAPT TO YOUR NEEDS.


THAT'S THE DOC OCK PART OF YOU TALKING.

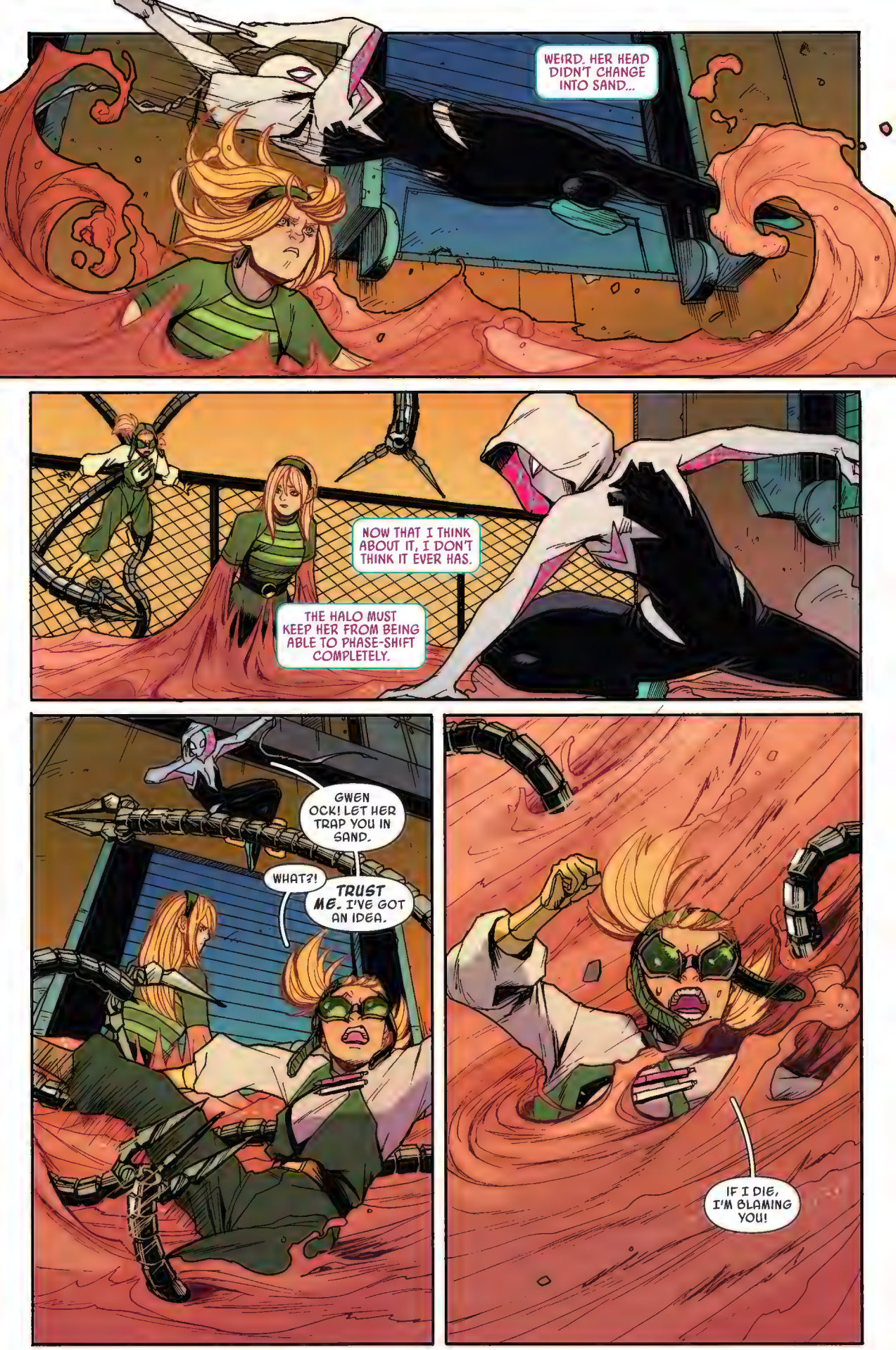
DOESN'T MAKE IT UNTRUE.

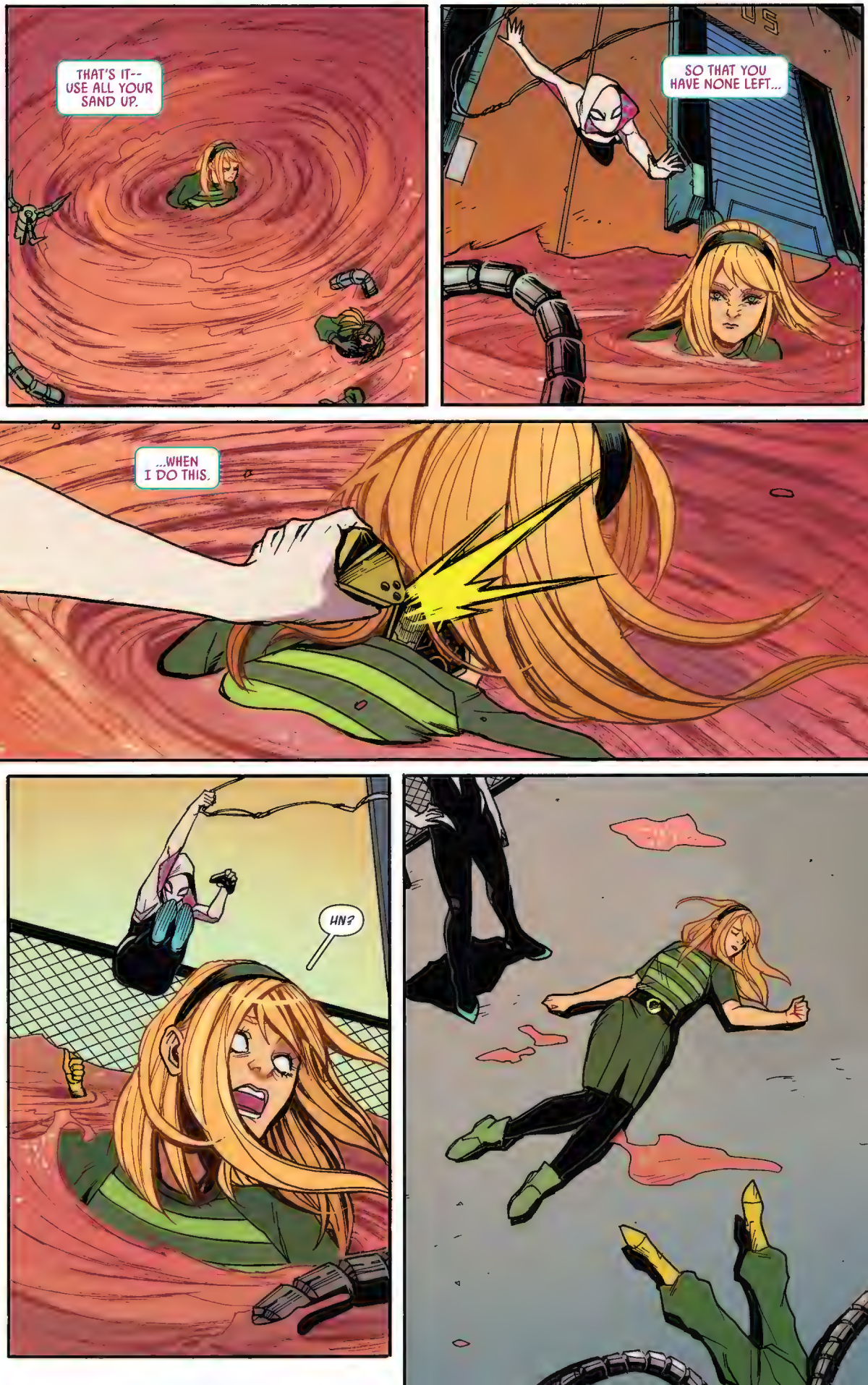
DING
IT'S REED. HE HAS A LOCATION ON SANDGWEN. HE'S SENDING THE PIN NOW.

READY FOR ROUND TWO?

STARK INDUSTRIES
THIS IS IT.
I RECOGNIZE THIS PLACE.
THIS WAS MY MISSION. THIS IS WHERE I WAS GOING WHEN YOU RAN INTO ME AT THE CARNIVAL.
WHY?
IT'S HARD TO RECALL. THE IMPLANT WAS IN CONTROL-- IT WAS DIRECTING ME TO GO AFTER SOMETHING...
THAT'S RIGHT-- I REMEMBER NOW. I WAS AFTER A SOLID-STATE QUANTUM POWER SOURCE. IT'S LIKE A SUPERCHARGED BATTERY PACK.
THAT MUST BE WHAT SANDGWEN'S HERE FOR.
THERE WERE BLUEPRINTS OF THIS PLACE IN MY HEAD. THERE'S A LOADING BAY IN THE BACK THAT MAKES FOR THE BEST ENTRY POINT.
THERE SHE IS.
AND SHE'S GOT THE POWER SOURCE.

THWP
YOINK
I REALIZE NOW THAT WE NEVER ACTUALLY CAME UP WITH A GAME PLAN.
LIKE I SAID, SEE AND...
...GRAB SAND?
HOLD MY DRINK.


WEIRD. HER HEAD DIDN'T CHANGE INTO SAND...
NOW THAT I THINK ABOUT IT, I DON'T THINK IT EVER HAS.
THE HALO MUST KEEP HER FROM BEING ABLE TO PHASE-SHIFT COMPLETELY.
GWEN OCK! LET HER TRAP YOU IN SAND.
WHAT?!
TRUST ME. I'VE GOT AN IDEA.
IF I DIE, I'M BLAMING YOU!


THAT'S IT-- USE ALL YOUR SAND UP.
SO THAT YOU HAVE NONE LEFT...
...WHEN I DO THIS.
HN?

SHE'S SLEEPING?
GIVE HER A MINUTE. SHE'LL WAKE UP LIKE YOU DID.

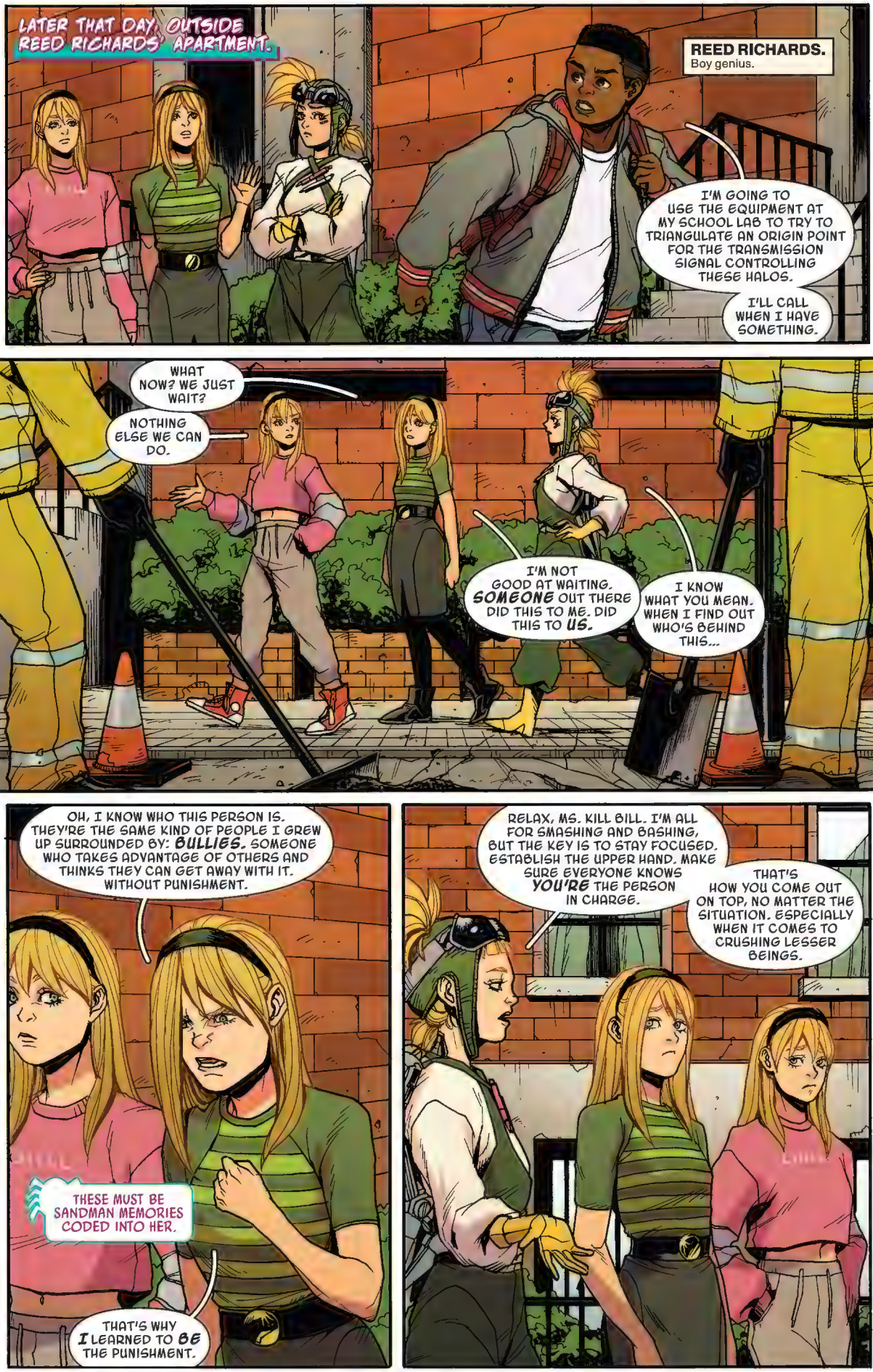
SANDGWEN FAILED ME. I EXPECTED MORE FROM HER.

THEN AGAIN, SHE WAS OUT-NUMBERED.
BUT NEXT TIME...

...THE NUMBERS WILL BE ON OUR SIDE.

THREE
DNA
12.22

A CLONE? I'M A CLONE?!
GWEN STACY.
A.K.A. Ghost-Spider.
The O.G. Gwen.
SANDGWEN.
A clone of Gwen Stacy mixed with the villain Sandman of Earth-616.
I KNOW. I WAS ALSO FREAKING WHEN I FOUND OUT.
DOC OCK GWEN.
Another Gwen clone mixed with Doctor Octopus of Earth-616.
WELL, I'M FREAKING TIMES TWO.
FREAK NOT. WE HAVE EXACTLY WHAT WE NEED: ANOTHER HALO. NOW REED CAN FIND US SOME ANSWERS, SO LET'S JUST GET THIS TO HIM AND WE'LL BE GOLD.
I DO LIKE GOLD.
WE ALL LIKE GOLD.


LATER THAT DAY, OUTSIDE REED RICHARDS' APARTMENT.
REED RICHARDS.
Boy genius.
I'M GOING TO USE THE EQUIPMENT AT MY SCHOOL LAB TO TRY TO TRIANGULATE AN ORIGIN POINT FOR THE TRANSMISSION SIGNAL CONTROLLING THESE HALOS.
I'LL CALL WHEN I HAVE SOMETHING.
WHAT NOW? WE JUST WAIT?
NOTHING ELSE WE CAN DO.
I'M NOT GOOD AT WAITING. SOMEONE OUT THERE DID THIS TO ME. DID THIS TO US.
I KNOW WHAT YOU MEAN. WHEN I FIND OUT WHO'S BEHIND THIS...
OH, I KNOW WHO THIS PERSON IS. THEY'RE THE SAME KIND OF PEOPLE I GREW UP SURROUNDED BY: BULLIES. SOMEONE WHO TAKES ADVANTAGE OF OTHERS AND THINKS THEY CAN GET AWAY WITH IT. WITHOUT PUNISHMENT.
THESE MUST BE SANDMAN MEMORIES CODED INTO HER.
THAT'S WHY I LEARNED TO BE THE PUNISHMENT.
RELAX, MS. KILL BILL. I'M ALL FOR SMASHING AND BASHING, BUT THE KEY IS TO STAY FOCUSED. ESTABLISH THE UPPER HAND. MAKE SURE EVERYONE KNOWS YOU'RE THE PERSON IN CHARGE.
THAT'S HOW YOU COME OUT ON TOP, NO MATTER THE SITUATION. ESPECIALLY WHEN IT COMES TO CRUSHING LESSER BEINGS.

THAT'S YOUR DOC OCK PERSONALITY TALKING.
AND IT'S NOT REALLY RELEVANT RIGHT NOW.
OH, REALLY?
GWEN... WHERE DID YOU SAY YOU WORKED AGAIN?
HEY, GWEN! COOL OUTFIT. DID YOU TAKE CARE OF THAT THING THAT WAS TYING YOU UP?
I THOUGHT SHE JUST WANTED A SMOOTHIE! WHY IS SHE MAKING CONVERSATION WITH MATEO?!
SHH, I'M TRYING TO LISTEN.

LET'S CUT TO THE CHASE. I LIKE YOU, MATEO, AND I KNOW YOU LIKE ME TOO.
OH, ER--
SEE, I'VE GOT A BUSY LIFE. REALLY BUSY. SO IF YOU WANT THIS TO WORK OUT BETWEEN US, YOU HAVE TO KEEP UP.
AND YOU HAVE TO BE OKAY WITH THE FACT THAT MY RESPONSIBILITIES AS GHOST-SPIDER WILL COME FIRST AND YOU'LL COME SECOND. COOL?
UM...
THAT'S FINE BY ME. I THINK IT'S COOL YOU'RE ALL GIRL BOSS.
COOL. I'LL TEXT YOU.
WHOA...
SHE DID NOT JUST DO THAT.

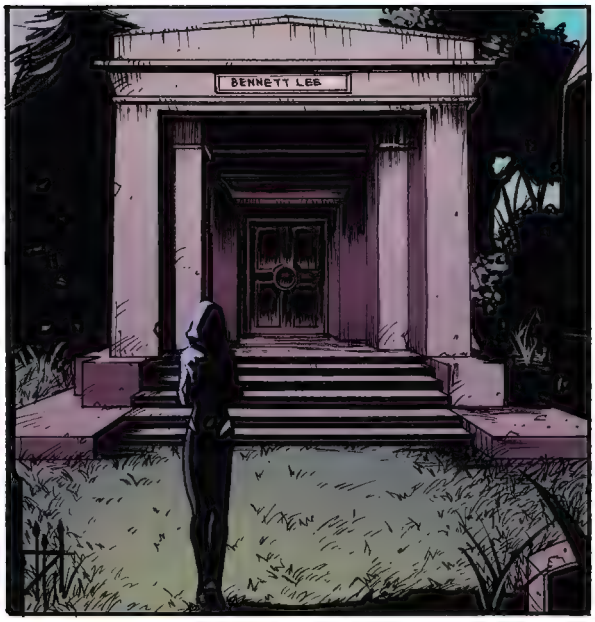
SEE? ALL ABOUT LETTING THEM KNOW YOU'RE IN CHARGE.
THAT WAS...
...BADASS.
SO... WHEN'S THE DATE?
THAT'S UP TO YOU. YOU HAVE THE UPPER HAND NOW.
OH GOD. HOW AM I GOING TO FACE HIM AFTER THAT?
I WISH I HAD YOUR CONFIDENCE.
YOU DO. IF I HAVE IT, YOU HAVE IT. THAT'S ONE OF THE PERKS OF PARTIALLY BEING YOUR REPLICA.
IF YOU WANT, I CAN GO ON THE DATE FOR YOU. THAT'S ANOTHER PERK.
HAHAHA
WOW. THIS IS...FUN. I CAN'T REMEMBER THE LAST TIME I SAID THAT. ABOUT ANYTHING.
AND ALL IT TOOK WAS BONDING TIME WITH A BUNCH OF MY CLONES.
BZZT
BZZT
HEY, REED. HIT ME WITH SOME GOOD NEWS.

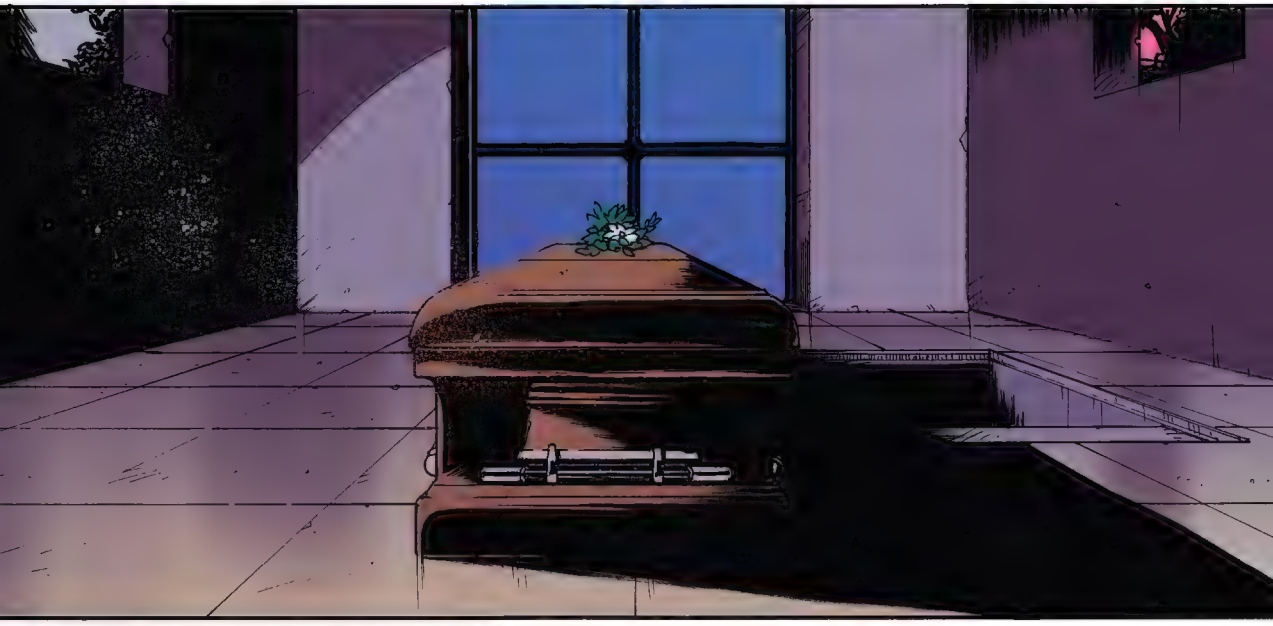
THE GOOD NEWS IS YOUR FRIEND IS STILL ALIVE...
THE QUESTION IS FOR HOW LONG. THAT'S GOING TO BE UP TO YOU.

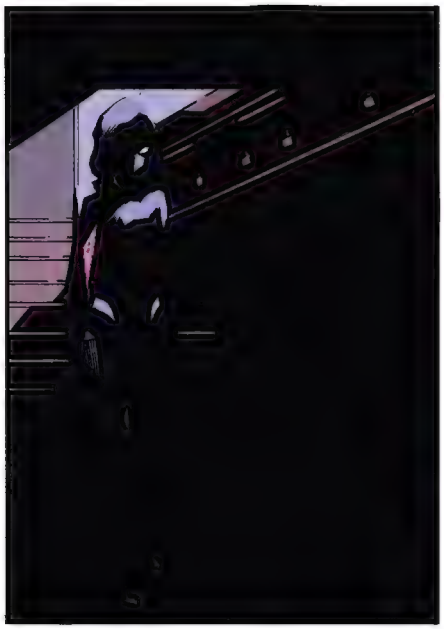
WHO IS THIS?!
I'M DISAPPOINTED. YOU SHOULD HAVE KNOWN THE HALOS HAD TRACKERS.
HOW DO YOU THINK THE SAND CREATURE FOUND YOU THE FIRST TIME?
HOW DO YOU THINK WE FOUND THE BOY?
I'M TEXTING YOU SOME COORDINATES. BRING THE QUANTUM POWER SOURCE THAT YOU INTERCEPTED FROM THE SAND BEAST IMMEDIATELY.
AND COME ALONE...OR ELSE THE NEXT CALL IS GOING TO BE BAD NEWS. VERY BAD.

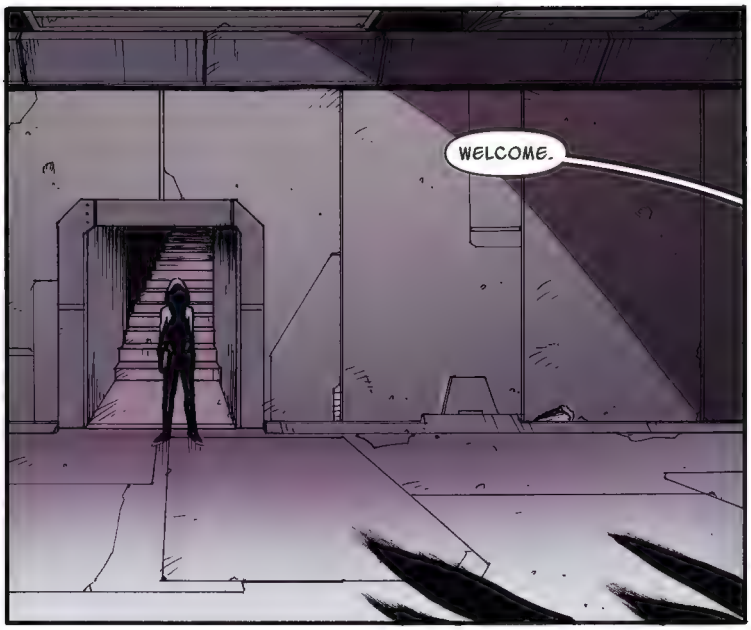
WHO WAS IT?
ANOTHER CLONE. SHE HAS REED.
WHAT?!
THEY WANT ME TO BRING THE POWER SUPPLY TO THEM. IN EXCHANGE FOR HIS LIFE.
THEN LET'S GO. WE CAN--
NO. I'M GOING BY MYSELF.
THAT'S A TERRIBLE IDEA.
BUT THAT'S HOW IT HAS TO BE.
I SHOULD HAVE KNOWN BETTER. PEOPLE CLOSE TO ME ALWAYS GET HURT...
GWEN, WE'RE NOT LIKE OTHER PEOPLE...
WE CAN TAKE CARE OF OURSELVES...
IT DOESN'T MATTER IF YOU HAVE POWERS OR NOT. WHENEVER I LET PEOPLE INTO MY LIFE, THEY GET HURT.
SOMETIMES MY ENEMIES USE THEM AGAINST ME, SOMETIMES BAD THINGS JUST HAPPEN TO THEM...
GWEN, WE KNOW. WE KNOW WHAT IT MEANS TO LOSE PEOPLE. TO LOSE PETER...
THEN YOU SHOULD UNDERSTAND...

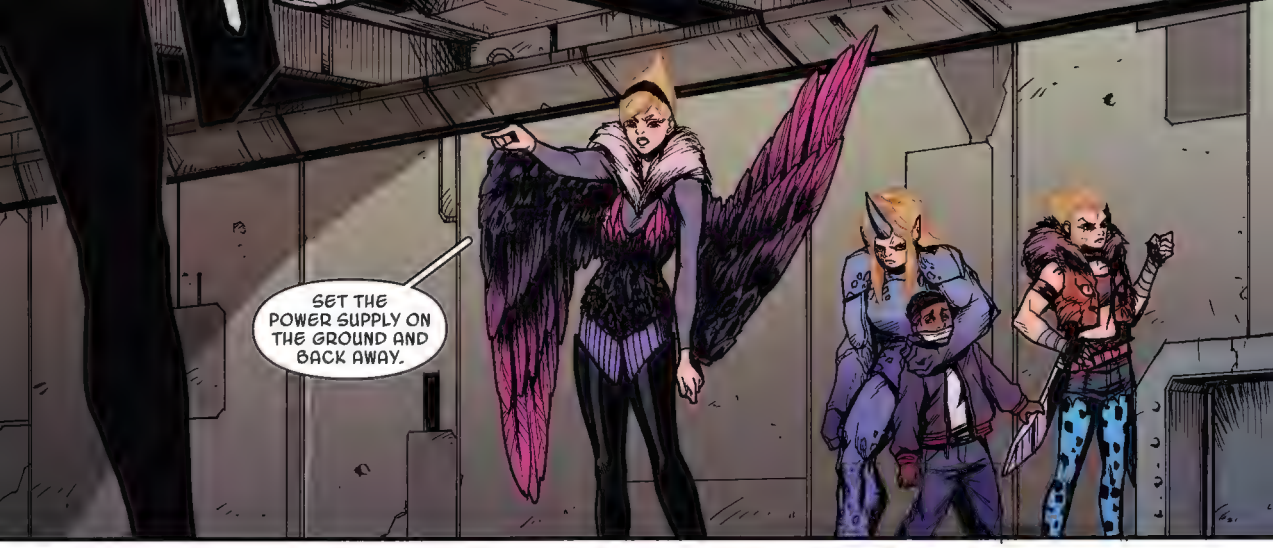
"...THAT I NEED TO DO THINGS ALONE."
NEW YORK CITY GRAVEYARD.

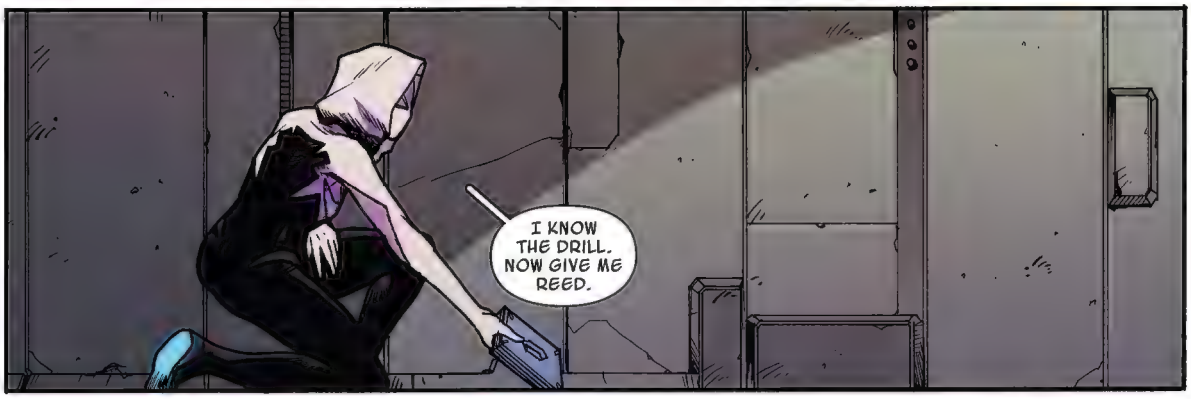

BENNETT LEE



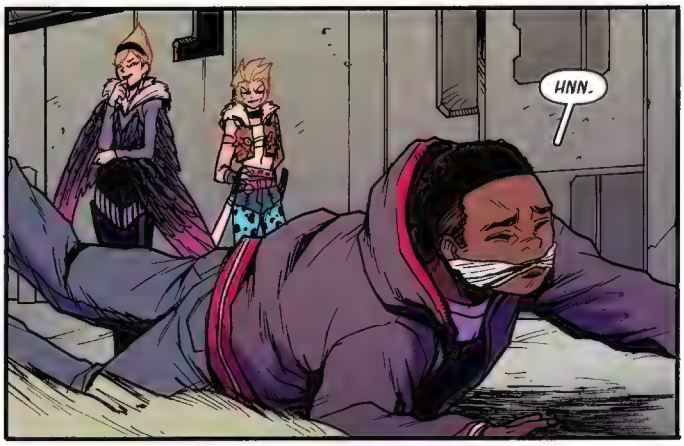



WELCOME.


SET THE POWER SUPPLY ON THE GROUND AND BACK AWAY.

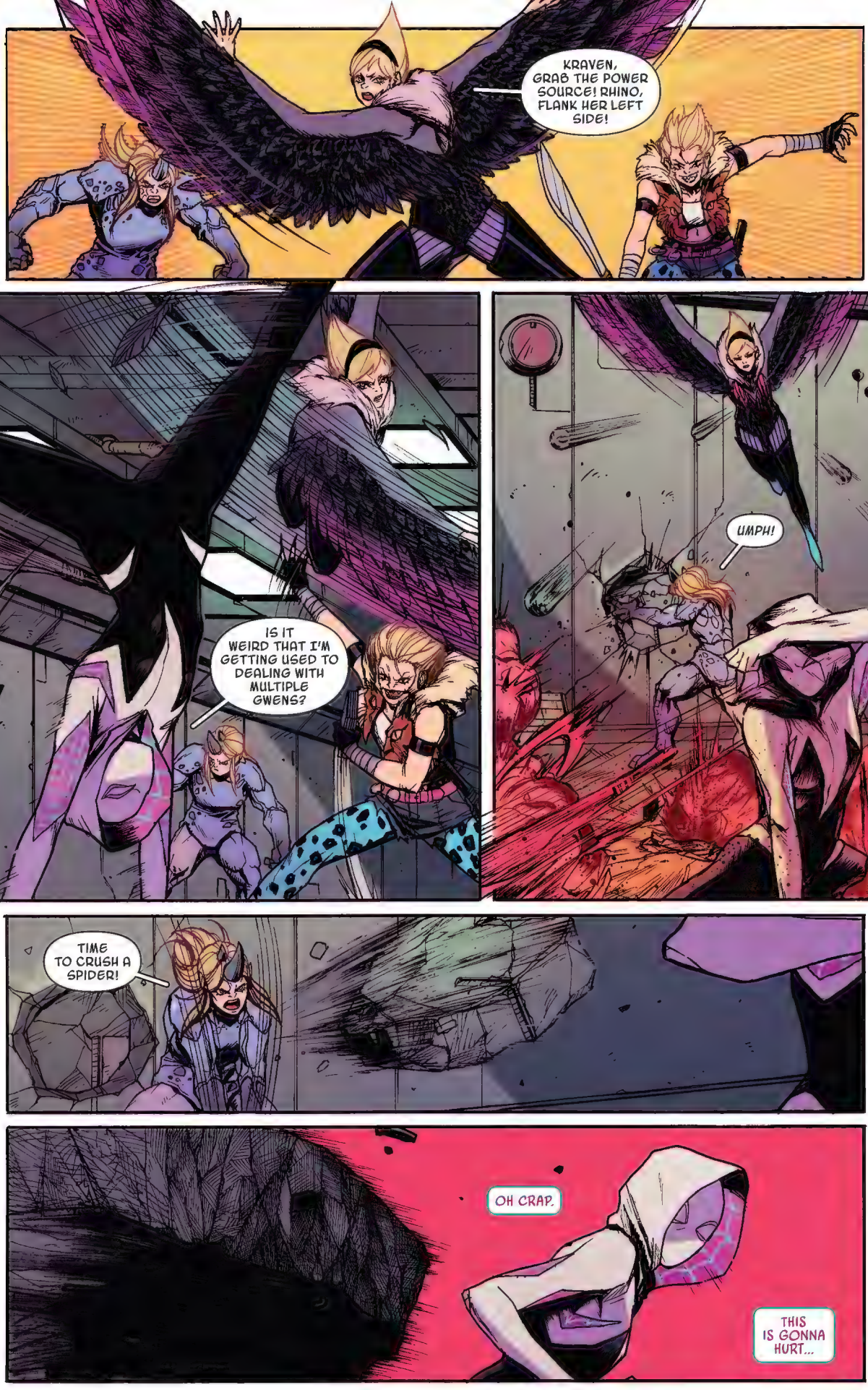

I KNOW THE DRILL. NOW GIVE ME REED.

LITTLE BOY, TIME FOR YOU TO GET GOIN'!


HNN.

ARE YOU OKAY?!

I'M FINE.
LET'S GET OUT OF HERE!
RICHARDS IS FREE TO GO. BUT YOU, ON THE OTHER HAND, YOU'RE COMING WITH US.
A TRAP... FIGURES.
WHY ARE BAD GUYS ALWAYS SO PREDICTABLE?
RUN.
WHAT ABOUT YOU?!
JUST GO.
I'LL HANDLE THESE GOONS. OR, RATHER, THESE GWENS. THESE GWEN GOONS.


KRAVEN, GRAB THE POWER SOURCE! RHINO, FLANK HER LEFT SIDE!
IS IT WEIRD THAT I'M GETTING USED TO DEALING WITH MULTIPLE GWENS?
UMPH!
TIME TO CRUSH A SPIDER!
OH CRAP.
THIS IS GONNA HURT...

SASH
C'MON, GWEN. GET UP. IT WAS ONLY A HALF-TON BLOCK OF CONCRETE.
-GASP-
I INTEND TO MAKE THIS AS PAINFUL AS POSSIBLE.
WHAM

HNN.
TIME TO FINISH HER OFF.
BUT BOSS WANTS HER ALIVE.
OH, SHE'LL LIVE.
SHING
WE'LL JUST GIVE HER A LITTLE... CARVING.
SO PATHETIC. IT'S EMBARRASSING TO THINK WE SHARE THE SAME DNA.

KLANG
THOOM
FUNNY. WE WERE THINKING THE SAME THING.

PMPH
I TOLD YOU GUYS NOT TO COME!
SLAM
IS THAT YOUR WAY OF SAYING THANK YOU?
JUST SHUT UP AND FIGHT!
WE ARE!

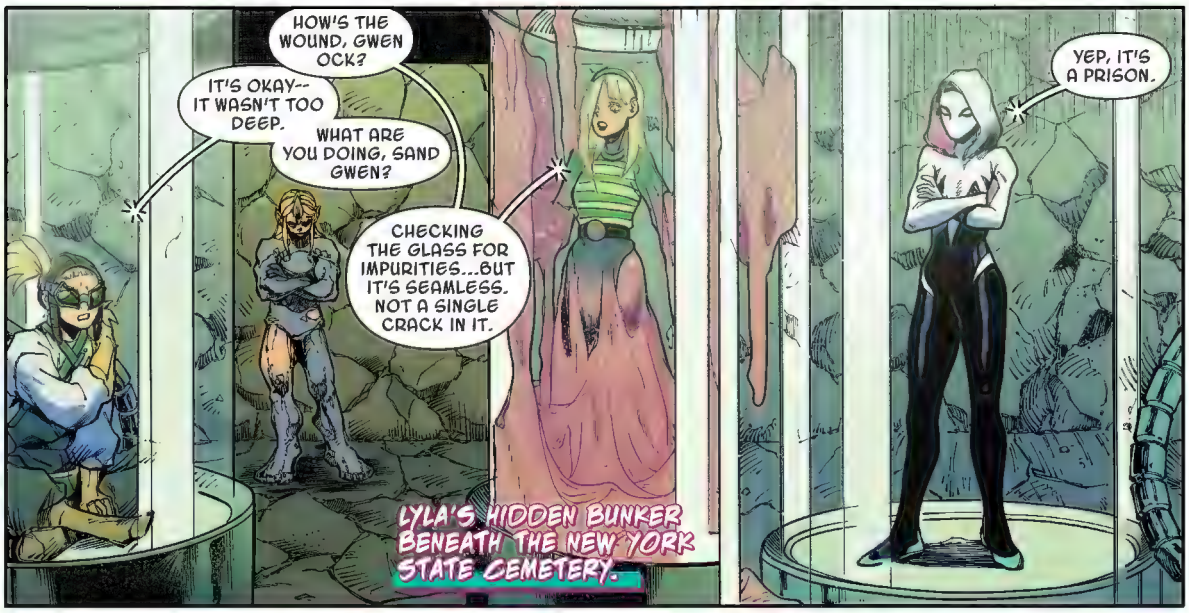
LITTLE WEB HELP HERE, GWEN?
GOT YOU, GWEN.
YOU TOO, GWEN.
GAHHH!
WELL...
I THINK THIS PROVES WHO THE "BETTER" GWENS ARE.

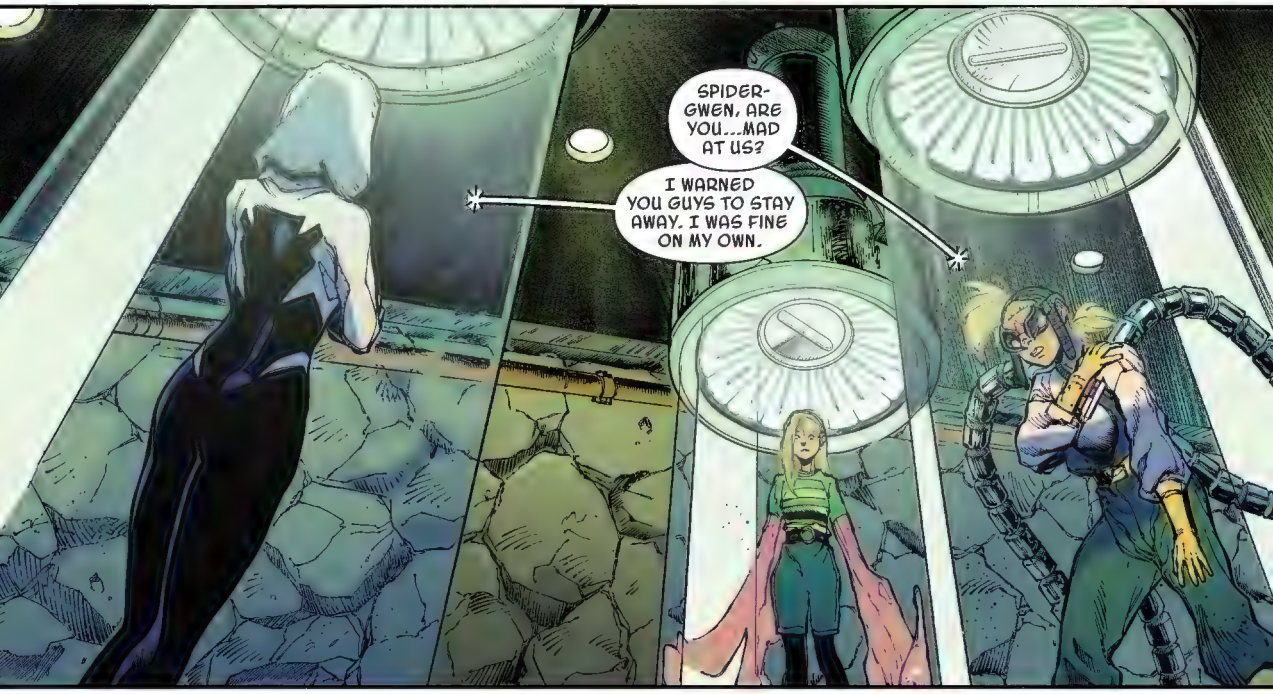
NOW WHAT?
NOW--
--WE REMOVE--
--THEIR HALOS--
ZZT ZZT ZZT
--AND--
GWEN, WATCH IT!
WHAT THE--?
THE NET-- IT WON'T BREAK!
IT'S MADE OF VIBRANIUM!

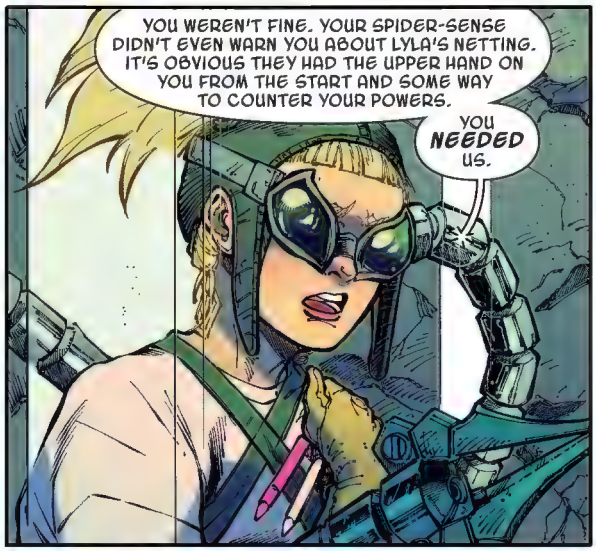
AARGHH!
GAH!
GWEN OCK! SANDGWEN! ARE YOU GUYS OKAY?
YOU ALWAYS BRING PAIN WHEREVER YOU GO, DON'T YOU, GWEN STACY?

WHO...?
AND YOU ALWAYS SEEM TO LEAVE THOSE AROUND YOU TO SUFFER.
THAT'S WHAT YOU DO. MAKE OTHERS PAY FOR YOUR ACTIONS. BUT NOT ANY-MORE. IT ENDS TODAY...
TODAY IS YOUR JUDGMENT DAY.
I'M DOCTOR LYLA BENNETT... YOU KILLED MY HUSBAND.

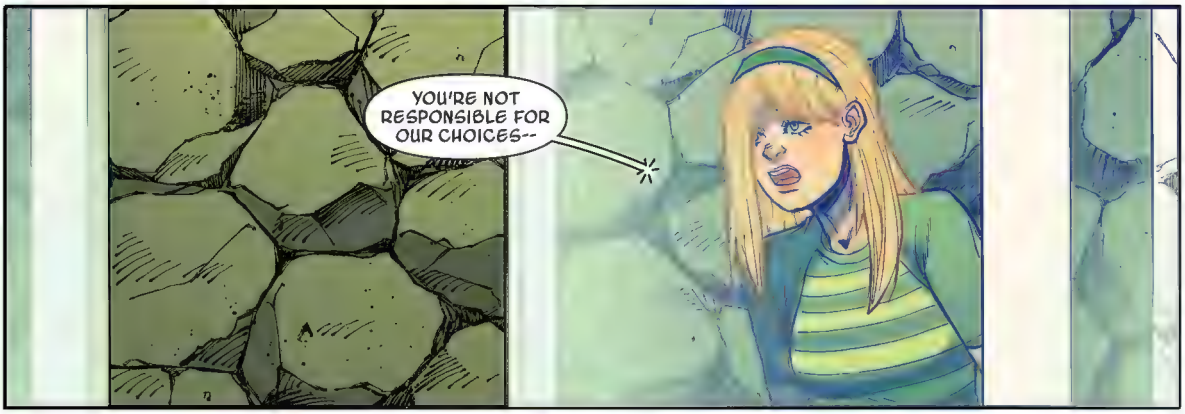
FOUR
D.NA
1.23

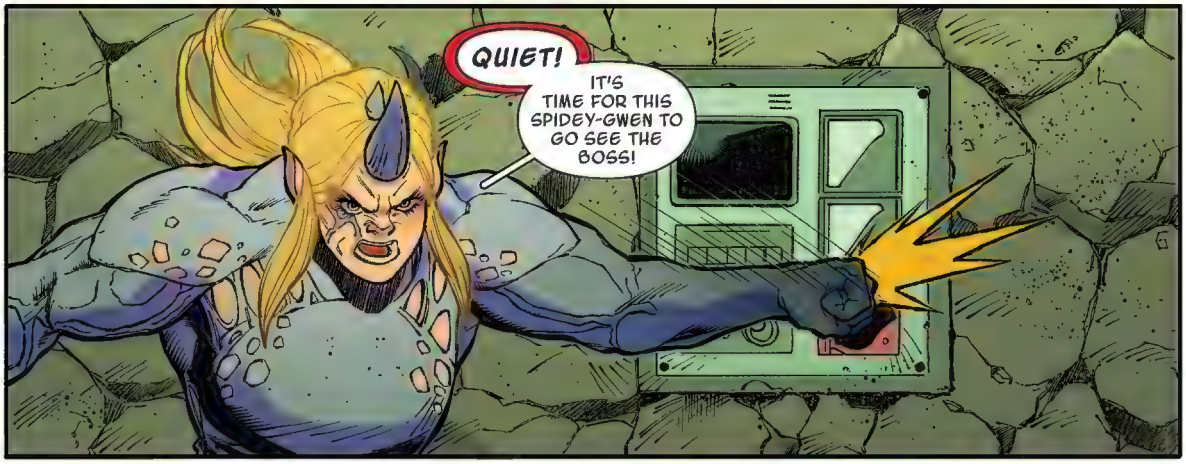

HOW'S THE WOUND, GWEN OCK?
IT'S OKAY-- IT WASN'T TOO DEEP.
WHAT ARE YOU DOING, SAND GWEN?
CHECKING THE GLASS FOR IMPURITIES...BUT IT'S SEAMLESS. NOT A SINGLE CRACK IN IT.
YEP, IT'S A PRISON.
LYLA'S HIDDEN BUNKER BENEATH THE NEW YORK STATE CEMETERY.


SPIDER-GWEN, ARE YOU...MAD AT US?
I WARNED YOU GUYS TO STAY AWAY. I WAS FINE ON MY OWN.


YOU WEREN'T FINE. YOUR SPIDER-SENSE DIDN'T EVEN WARN YOU ABOUT LYLA'S NETTING. IT'S OBVIOUS THEY HAD THE UPPER HAND ON YOU FROM THE START AND SOME WAY TO COUNTER YOUR POWERS.
YOU NEEDED US.

NO, I DIDN'T. AND IF SHE DOES HAVE SOME WAY TO COUNTER MY POWERS ITS NOT JUST ME IN JEOPARDY, IT'S YOU TWO AS WELL NOW.
NO MATTER WHAT HAPPENS, IT'S GOING TO BE MY FAULT.

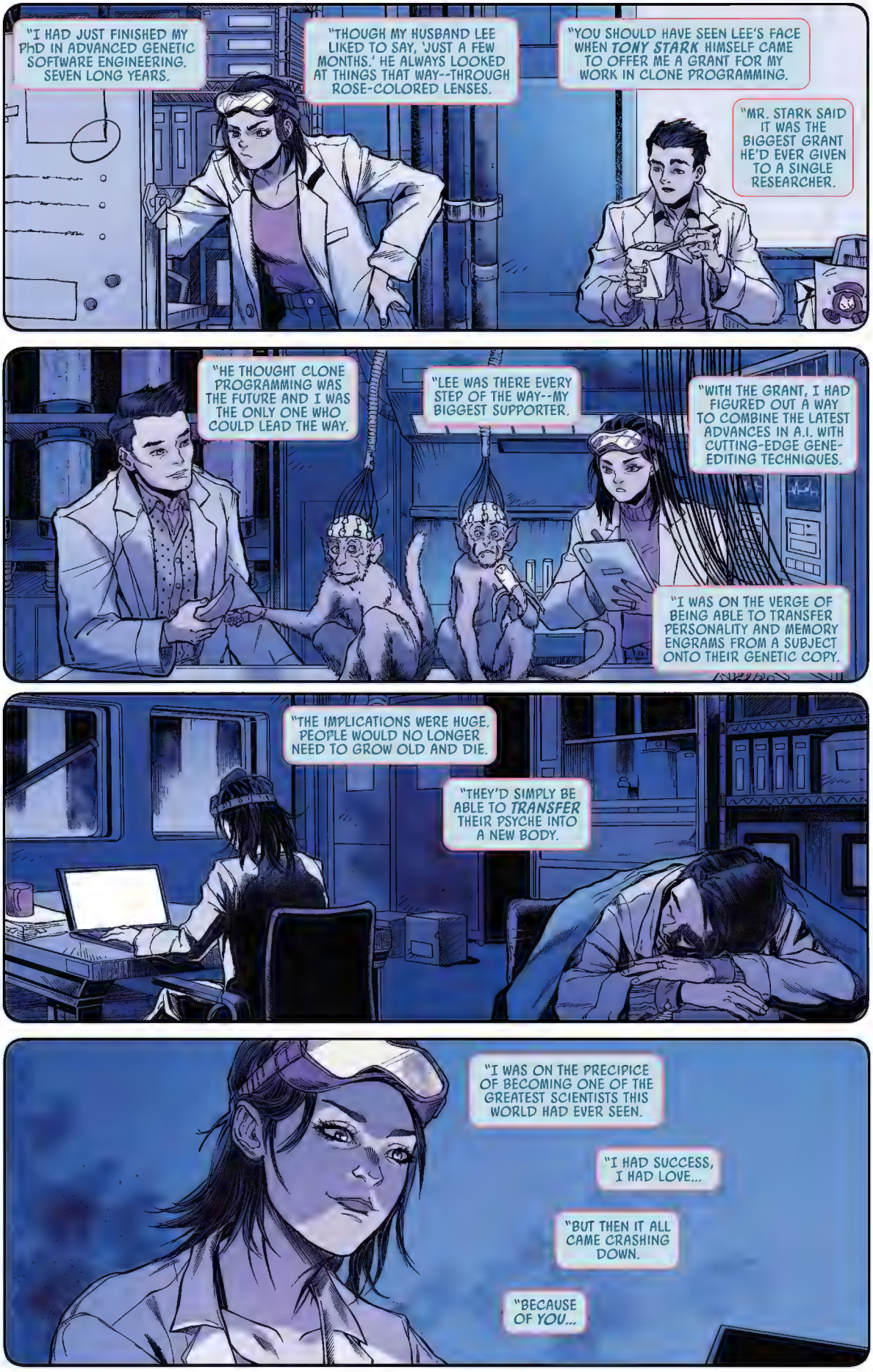

YOU'RE NOT RESPONSIBLE FOR OUR CHOICES--


QUIET!
IT'S TIME FOR THIS SPIDEY-GWEN TO GO SEE THE BOSS!

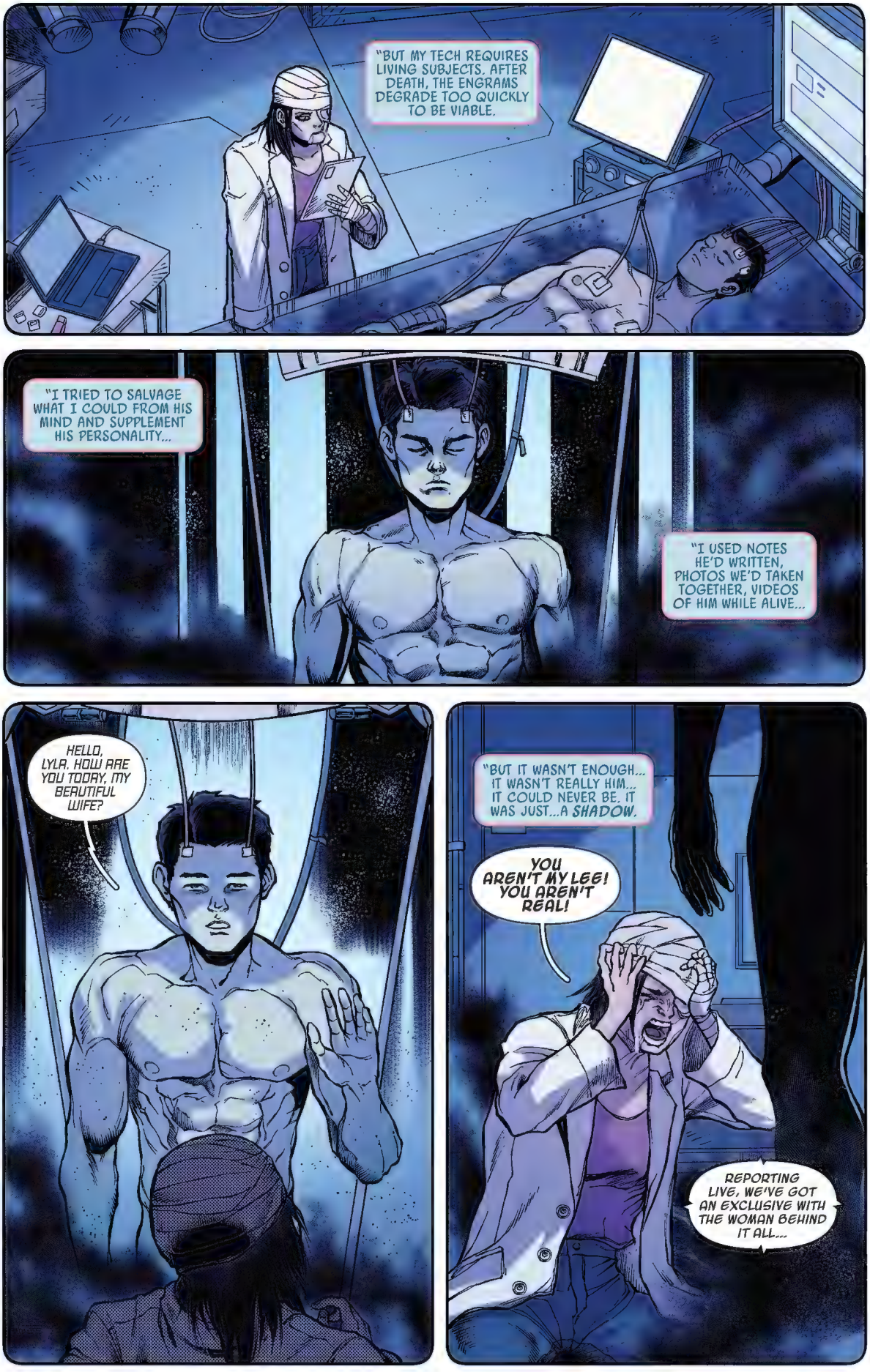
THE FLOOR'S MOVING?!
SHOONG

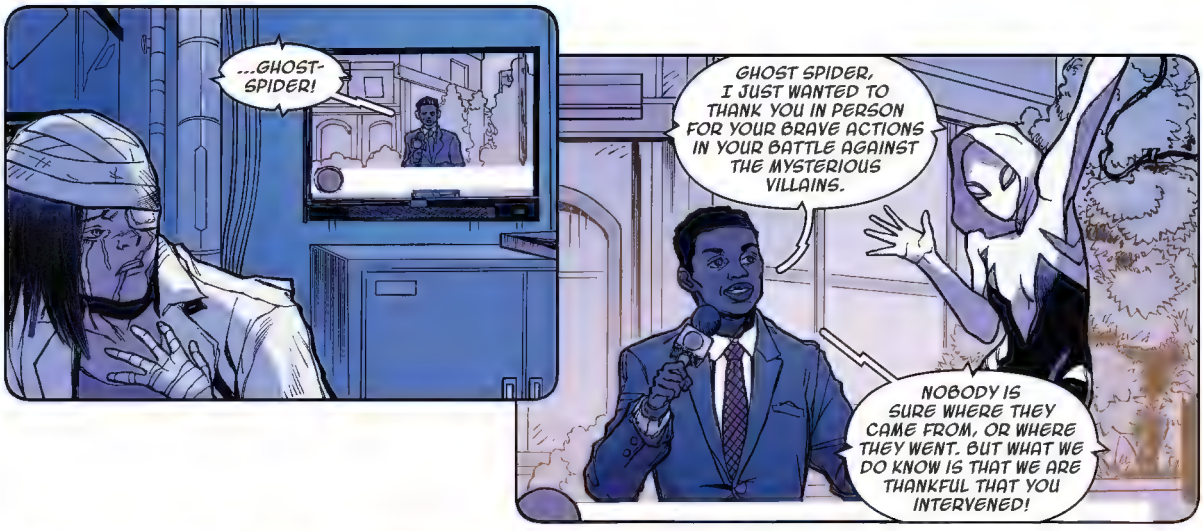
HNK! I FELL TO THE ROOM BELOW? MAYBE THIS IS MY CHANCE TO--
FWUMP

WHAT IN THE...?
THE PREPARATIONS FOR THIS PROCEDURE ARE EXTENSIVE DUE TO THE SENSITIVE NATURE OF THE FORCES AT WORK...
...SO I'D GET COMFORTABLE IF I WERE YOU.
WHAT PROCEDURES? LYLA, I'M SORRY ABOUT YOUR HUSBAND, BUT--
SILENCE!
NONE OF THIS WOULD HAVE HAPPENED IF YOU DIDN'T EXIST... YOU TOOK AWAY EVERYTHING FROM ME. EVERYTHING I WORKED SO HARD TO BUILD.

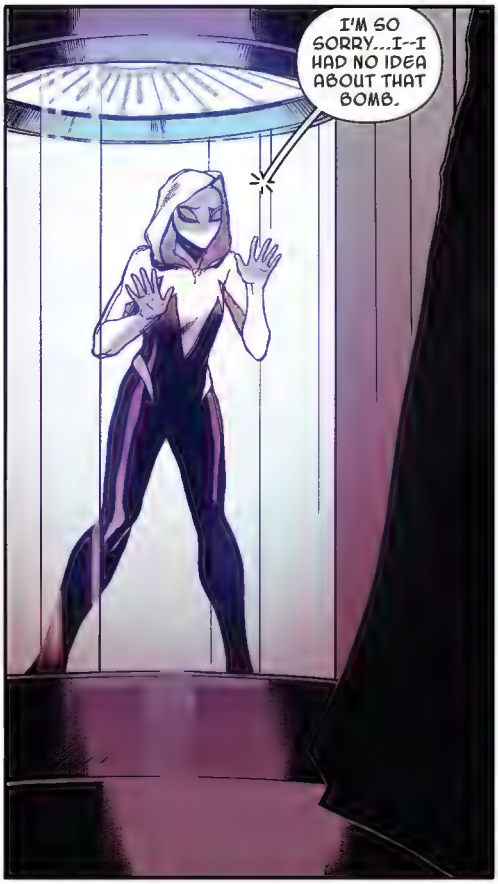

"I HAD JUST FINISHED MY PhD IN ADVANCED GENETIC SOFTWARE ENGINEERING. SEVEN LONG YEARS.
"THOUGH MY HUSBAND LEE LIKED TO SAY, 'JUST A FEW MONTHS.' HE ALWAYS LOOKED AT THINGS THAT WAY--THROUGH ROSE-COLORED LENSES.
"YOU SHOULD HAVE SEEN LEE'S FACE WHEN TONY STARK HIMSELF CAME TO OFFER ME A GRANT FOR MY WORK IN CLONE PROGRAMMING.
"MR. STARK SAID IT WAS THE BIGGEST GRANT HE'D EVER GIVEN TO A SINGLE RESEARCHER.
"HE THOUGHT CLONE PROGRAMMING WAS THE FUTURE AND I WAS THE ONLY ONE WHO COULD LEAD THE WAY.
"LEE WAS THERE EVERY STEP OF THE WAY--MY BIGGEST SUPPORTER.
"WITH THE GRANT, I HAD FIGURED OUT A WAY TO COMBINE THE LATEST ADVANCES IN A.I. WITH CUTTING-EDGE GENE-EDITING TECHNIQUES.
"I WAS ON THE VERGE OF BEING ABLE TO TRANSFER PERSONALITY AND MEMORY ENGRAMS FROM A SUBJECT ONTO THEIR GENETIC COPY.
"THE IMPLICATIONS WERE HUGE. PEOPLE WOULD NO LONGER NEED TO GROW OLD AND DIE.
"THEY'D SIMPLY BE ABLE TO TRANSFER THEIR PSYCHE INTO A NEW BODY.
"I WAS ON THE PRECIPICE OF BECOMING ONE OF THE GREATEST SCIENTISTS THIS WORLD HAD EVER SEEN.
"I HAD SUCCESS, I HAD LOVE...
"BUT THEN IT ALL CAME CRASHING DOWN.
"BECAUSE OF YOU...

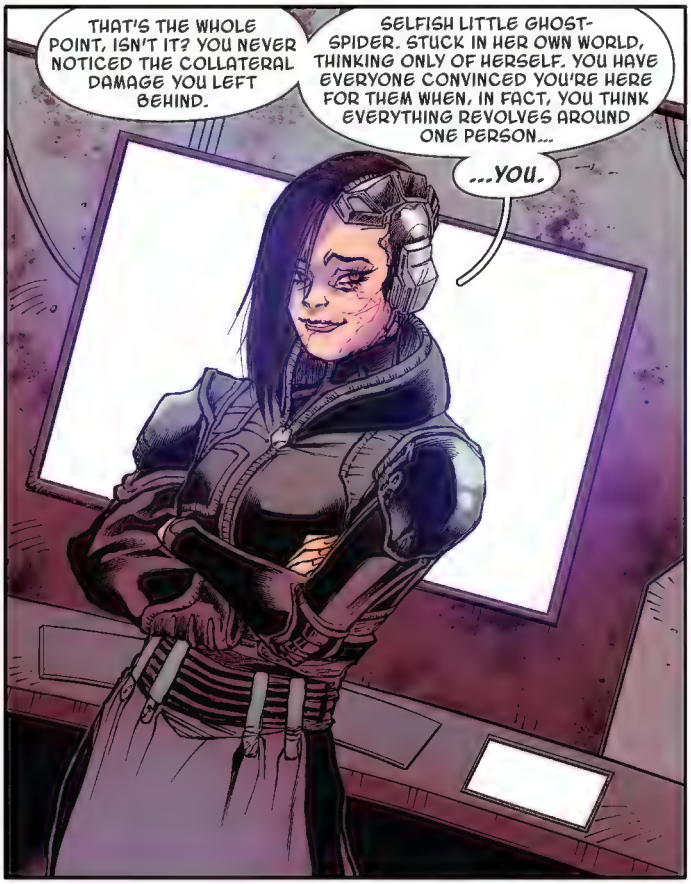
"...MY WORK...MY LEE...ALL DESTROYED IN AN INSTANT. ALL BECAUSE YOU BROUGHT YOUR SUPER-HERO FIGHT TO OUR DOORSTEP.
COME BACK! GHOST-SPIDER, WE NEED HELP!
HELP US. WE NEED YOU...I NEED YOU...
"OF COURSE, I IMMEDIATELY TRIED TO BRING LEE BACK BY CLONING HIM.

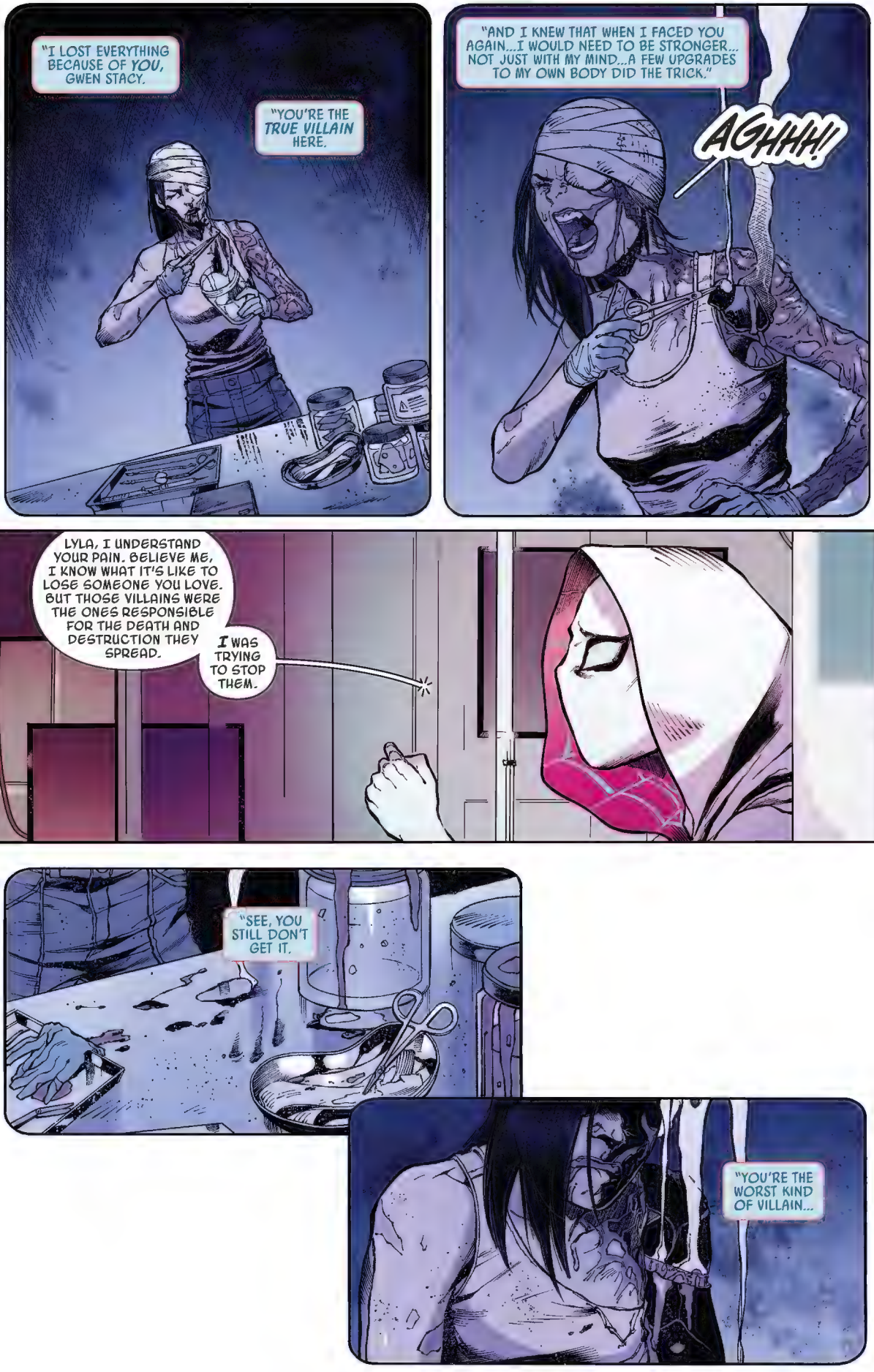

"BUT MY TECH REQUIRES LIVING SUBJECTS. AFTER DEATH, THE ENGRAMS DEGRADE TOO QUICKLY TO BE VIABLE.
"I TRIED TO SALVAGE WHAT I COULD FROM HIS MIND AND SUPPLEMENT HIS PERSONALITY...
"I USED NOTES HE'D WRITTEN, PHOTOS WE'D TAKEN TOGETHER, VIDEOS OF HIM WHILE ALIVE...
HELLO, LYLA. HOW ARE YOU TODAY, MY BEAUTIFUL WIFE?
"BUT IT WASN'T ENOUGH... IT WASN'T REALLY HIM... IT COULD NEVER BE. IT WAS JUST...A SHADOW.
YOU AREN'T MY LEE! YOU AREN'T REAL!
REPORTING LIVE, WE'VE GOT AN EXCLUSIVE WITH THE WOMAN BEHIND IT ALL...

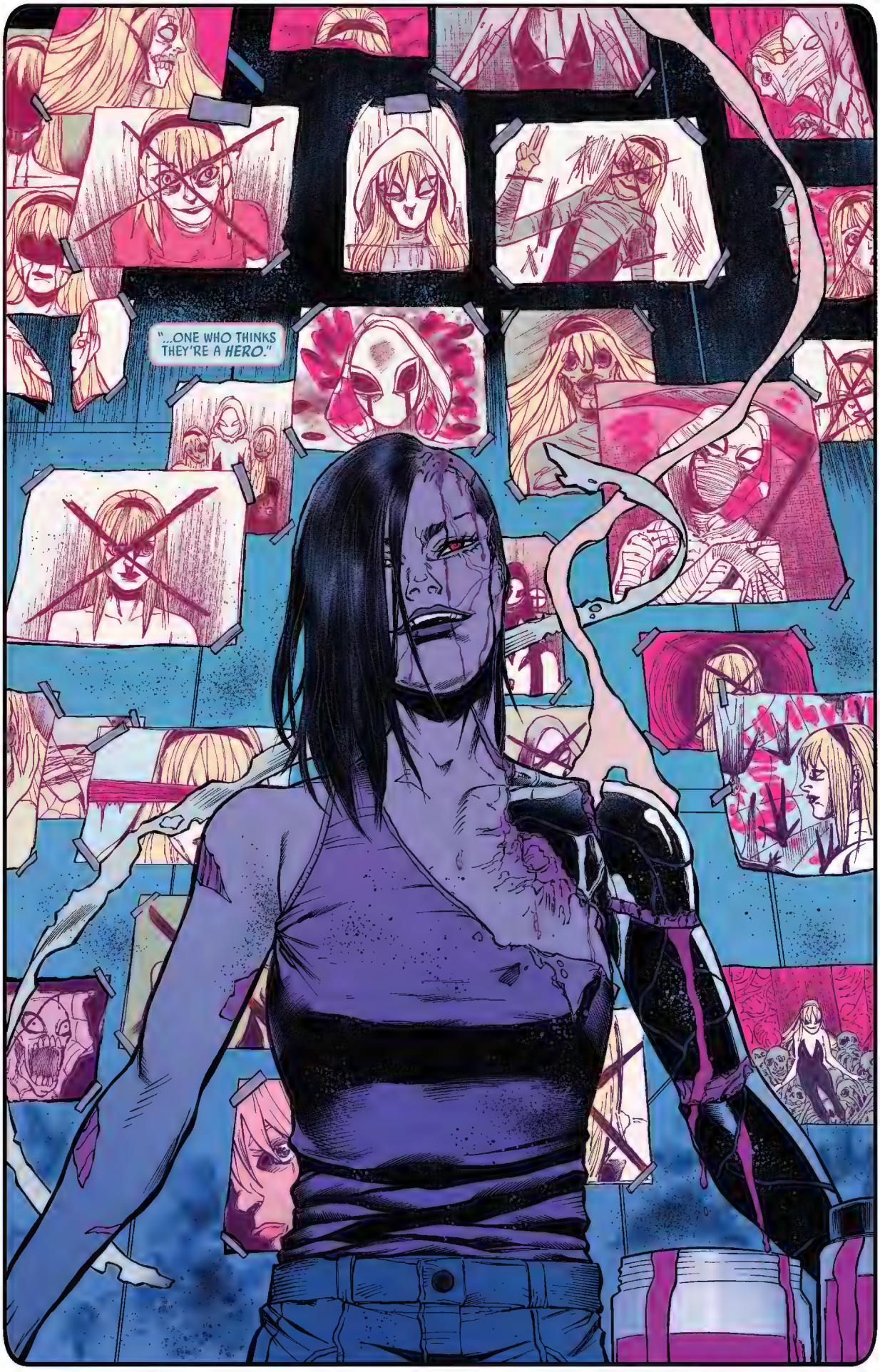

...GHOST-SPIDER!
GHOST SPIDER, I JUST WANTED TO THANK YOU IN PERSON FOR YOUR BRAVE ACTIONS IN YOUR BATTLE AGAINST THE MYSTERIOUS VILLAINS.
NOBODY IS SURE WHERE THEY CAME FROM, OR WHERE THEY WENT. BUT WHAT WE DO KNOW IS THAT WE ARE THANKFUL THAT YOU INTERVENED!

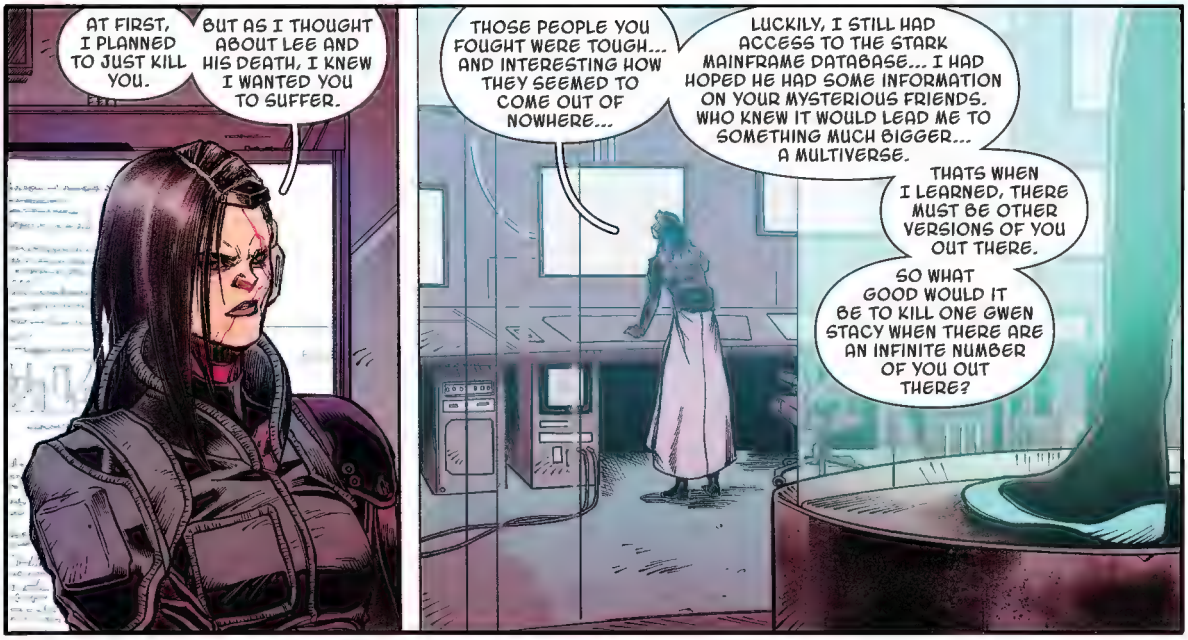
TO PUT IT SIMPLY, YOU SAVED US ALL. YOU'RE OUR HERO.
"'SAVED US ALL.' 'HERO.' I COULDN'T BELIEVE IT."


I'M SO SORRY...I--I HAD NO IDEA ABOUT THAT BOMB.

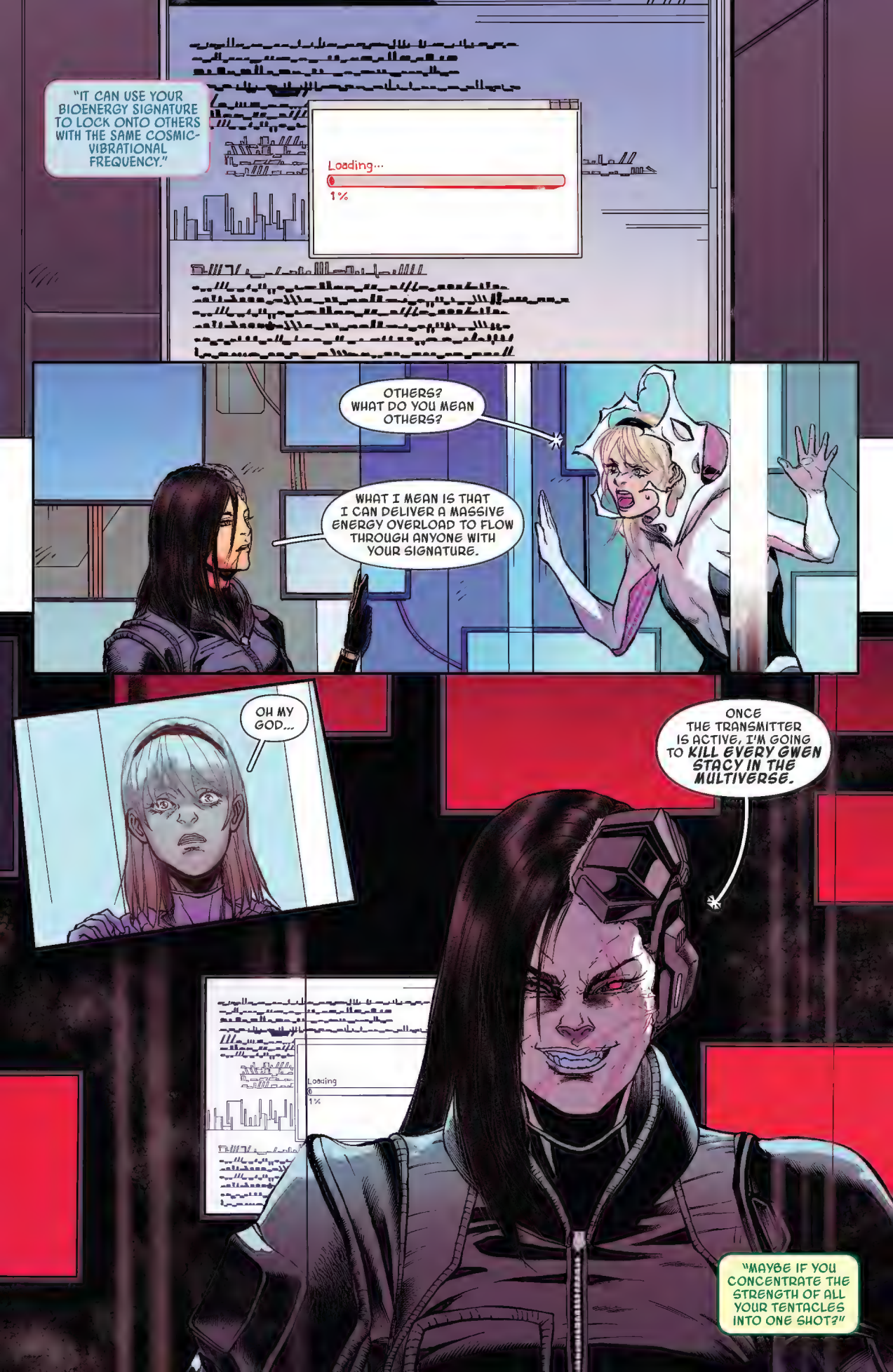

THAT'S THE WHOLE POINT, ISN'T IT? YOU NEVER NOTICED THE COLLATERAL DAMAGE YOU LEFT BEHIND.
SELFISH LITTLE GHOST-SPIDER. STUCK IN HER OWN WORLD, THINKING ONLY OF HERSELF. YOU HAVE EVERYONE CONVINCED YOU'RE HERE FOR THEM WHEN, IN FACT, YOU THINK EVERYTHING REVOLVES AROUND ONE PERSON...
...YOU.


"I LOST EVERYTHING BECAUSE OF YOU, GWEN STACY.
"YOU'RE THE TRUE VILLAIN HERE.
"AND I KNEW THAT WHEN I FACED YOU AGAIN...I WOULD NEED TO BE STRONGER... NOT JUST WITH MY MIND...A FEW UPGRADES TO MY OWN BODY DID THE TRICK."
AGHHH!
LYLA, I UNDERSTAND YOUR PAIN. BELIEVE ME, I KNOW WHAT IT'S LIKE TO LOSE SOMEONE YOU LOVE. BUT THOSE VILLAINS WERE THE ONES RESPONSIBLE FOR THE DEATH AND DESTRUCTION THEY SPREAD.
I WAS TRYING TO STOP THEM.
"SEE, YOU STILL DON'T GET IT.
"YOU'RE THE WORST KIND OF VILLAIN...


"...ONE WHO THINKS THEY'RE A *HERO*."


AT FIRST, I PLANNED TO JUST KILL YOU.
BUT AS I THOUGHT ABOUT LEE AND HIS DEATH, I KNEW I WANTED YOU TO SUFFER.
THOSE PEOPLE YOU FOUGHT WERE TOUGH... AND INTERESTING HOW THEY SEEMED TO COME OUT OF NOWHERE...
LUCKILY, I STILL HAD ACCESS TO THE STARK MAINFRAME DATABASE... I HAD HOPED HE HAD SOME INFORMATION ON YOUR MYSTERIOUS FRIENDS. WHO KNEW IT WOULD LEAD ME TO SOMETHING MUCH BIGGER... A MULTIVERSE.
THATS WHEN I LEARNED, THERE MUST BE OTHER VERSIONS OF YOU OUT THERE.
SO WHAT GOOD WOULD IT BE TO KILL ONE GWEN STACY WHEN THERE ARE AN INFINITE NUMBER OF YOU OUT THERE?

I FOUND A SCHEMATIC FROM THE STARK DATABASE FOR A MACHINE THAT COULD SCAN FOR SIGNALS ACROSS THE MULTIVERSE. IT WAS INTENDED TO BE A COMMUNICATION DEVICE.
I REALIZED I COULD MODIFY THE DEVICE AND CREATE EXACTLY WHAT I NEEDED.
I USED ALL MY GRANT FUNDING, NOT THAT STARK EVER KNEW...
THE QUANTUM POWER SOURCE WAS THE LAST PIECE. NOW...MY MASTERPIECE IS COMPLETE.
A MULTI-DIMENSIONAL TRANSMITTER.


"IT CAN USE YOUR BIOENERGY SIGNATURE TO LOCK ONTO OTHERS WITH THE SAME COSMIC-VIBRATIONAL FREQUENCY."
Loading...
1%
OTHERS? WHAT DO YOU MEAN OTHERS?
WHAT I MEAN IS THAT I CAN DELIVER A MASSIVE ENERGY OVERLOAD TO FLOW THROUGH ANYONE WITH YOUR SIGNATURE.
OH MY GOD...
ONCE THE TRANSMITTER IS ACTIVE, I'M GOING TO KILL EVERY GWEN STACY IN THE MULTIVERSE.
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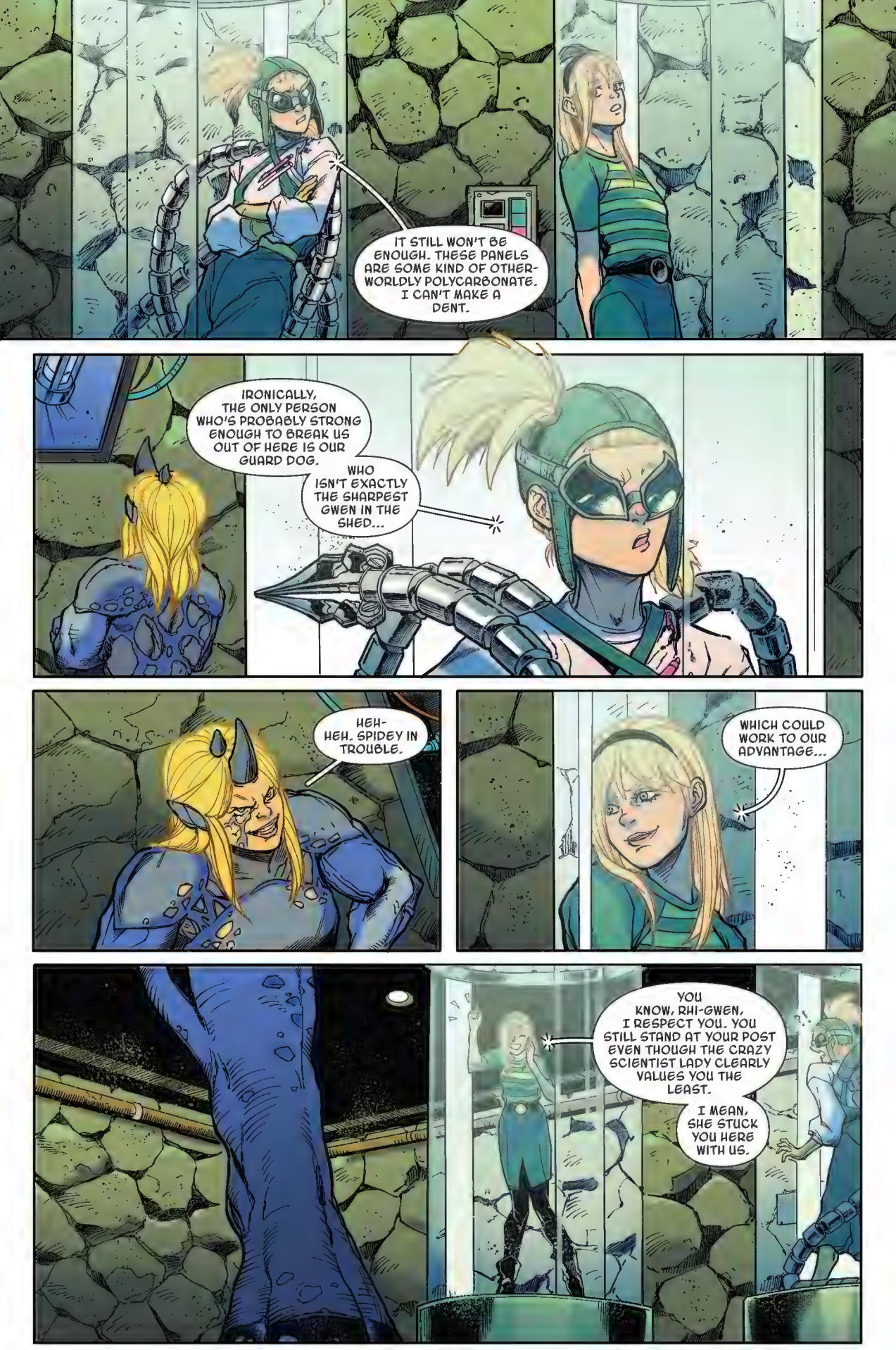
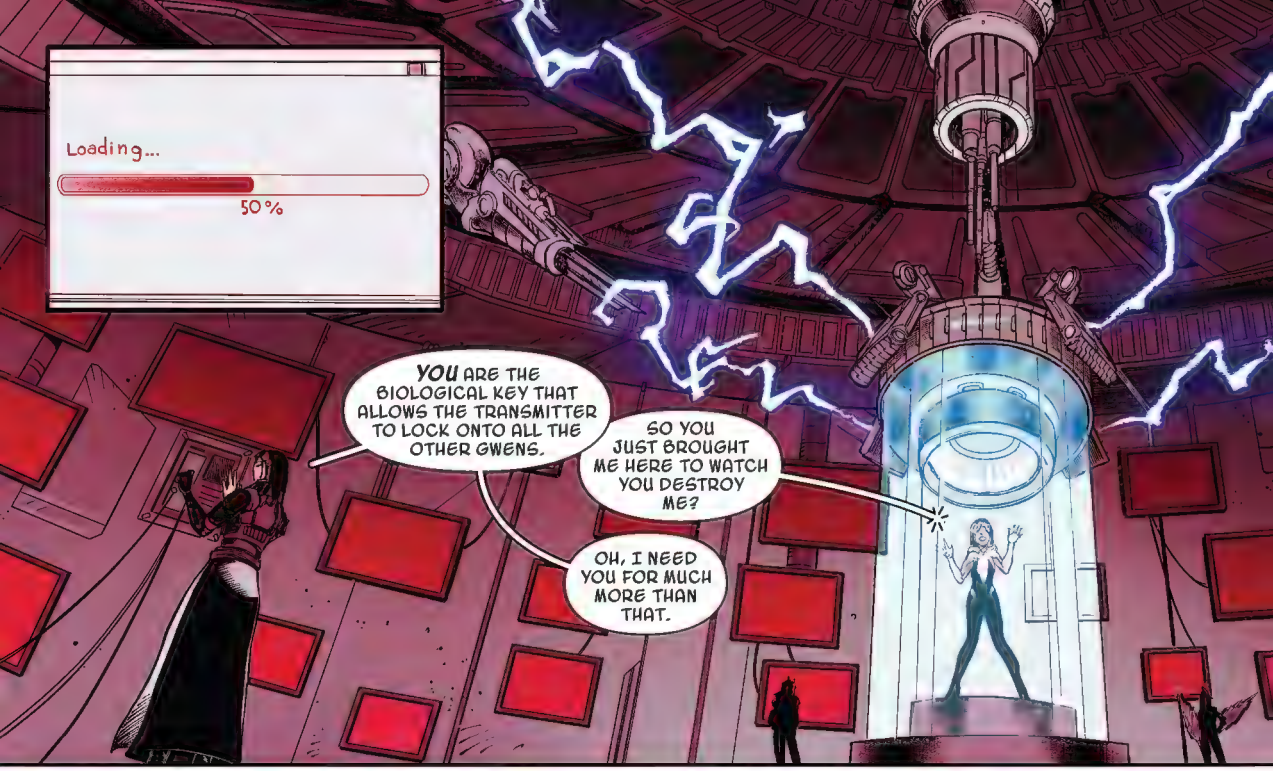
"MAYBE IF YOU CONCENTRATE THE STRENGTH OF ALL YOUR TENTACLES INTO ONE SHOT?"


IT STILL WON'T BE ENOUGH. THESE PANELS ARE SOME KIND OF OTHER-WORLDLY POLYCARBONATE. I CAN'T MAKE A DENT.
IRONICALLY, THE ONLY PERSON WHO'S PROBABLY STRONG ENOUGH TO BREAK US OUT OF HERE IS OUR GUARD DOG.
WHO ISN'T EXACTLY THE SHARPEST GWEN IN THE SHED...
HEH-HEH. SPIDEY IN TROUBLE.
WHICH COULD WORK TO OUR ADVANTAGE...
YOU KNOW, RHI-GWEN, I RESPECT YOU. YOU STILL STAND AT YOUR POST EVEN THOUGH THE CRAZY SCIENTIST LADY CLEARLY VALUES YOU THE LEAST.
I MEAN, SHE STUCK YOU HERE WITH US.

YOU'RE A GWEN WHO LIES!
HOW IS THIS HELPING?
YOU DON'T GET TO BE AT THE BIG SHOW WITH THE OTHERS. NO, INSTEAD, YOU HAVE TO DO THE GRUNT WORK. CLEARLY, THEY DECIDED TO PUT THE DUMB ONE DOWN HERE TO WATCH THE TWO ANNOYING GWENS, AND--
SHUT! UP!
CRCKK
HAPPY TO.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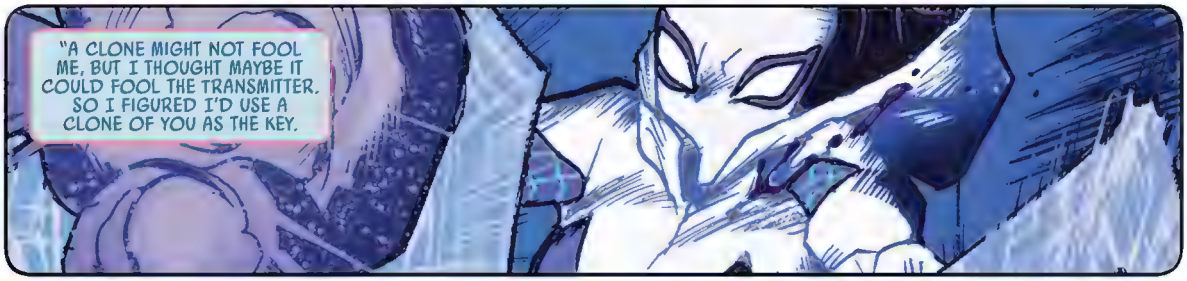
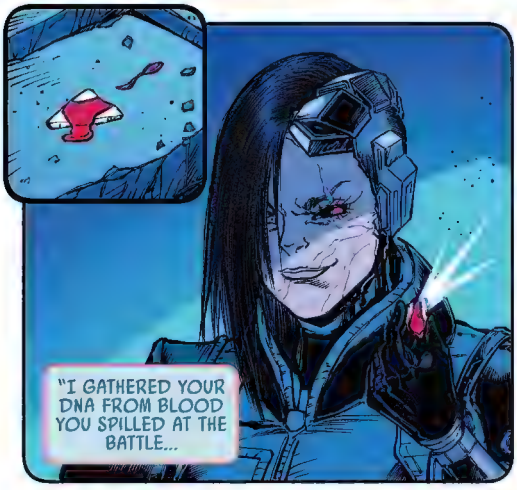
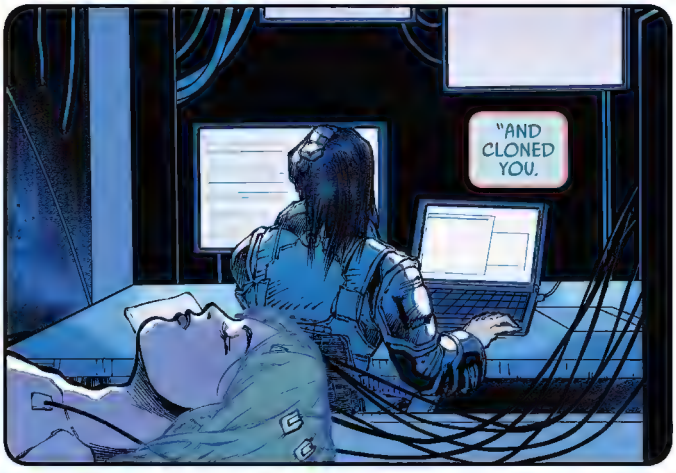
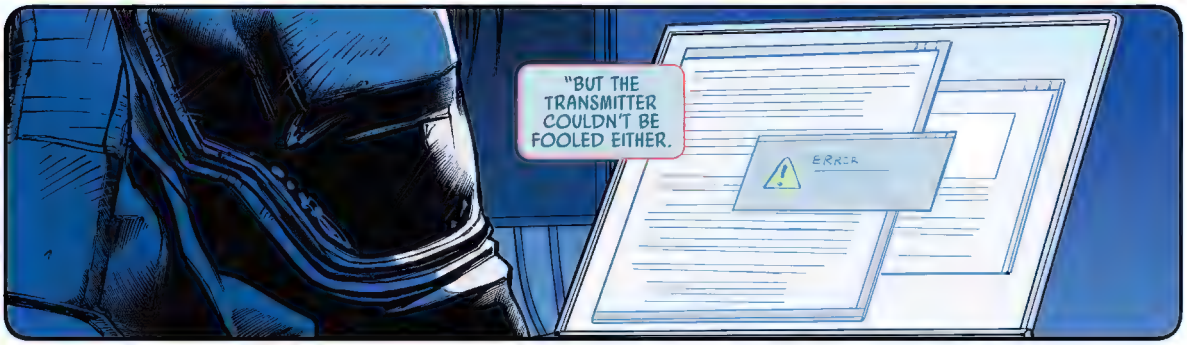
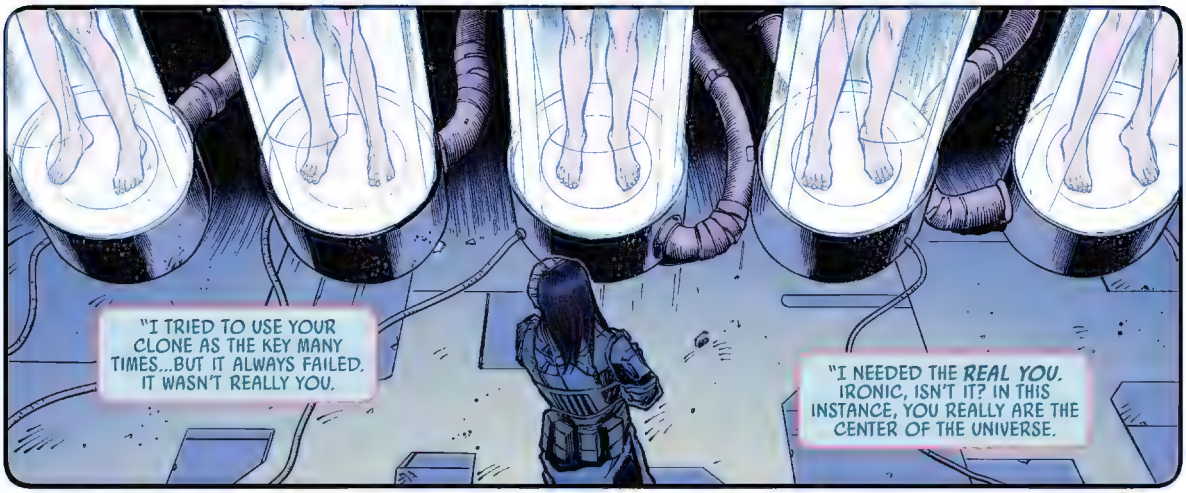
50%
YOU ARE THE BIOLOGICAL KEY THAT ALLOWS THE TRANSMITTER TO LOCK ONTO ALL THE OTHER GWENS.
SO YOU JUST BROUGHT ME HERE TO WATCH YOU DESTROY ME?
OH, I NEED YOU FOR MUCH MORE THAN THAT.


"A CLONE MIGHT NOT FOOL ME, BUT I THOUGHT MAYBE IT COULD FOOL THE TRANSMITTER, SO I FIGURED I'D USE A CLONE OF YOU AS THE KEY.

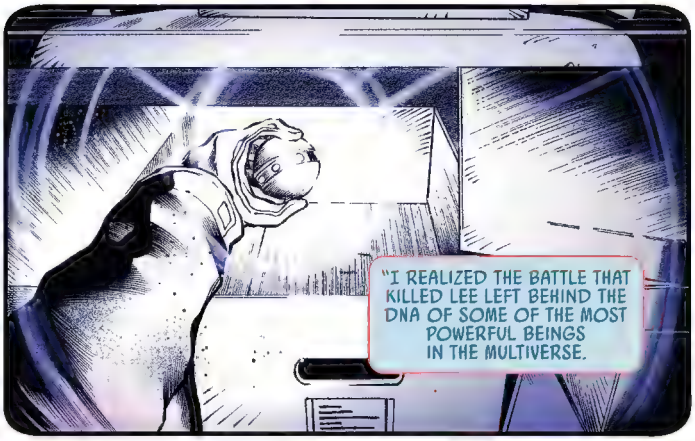

"I GATHERED YOUR DNA FROM BLOOD YOU SPILLED AT THE BATTLE...


"AND CLONED YOU.

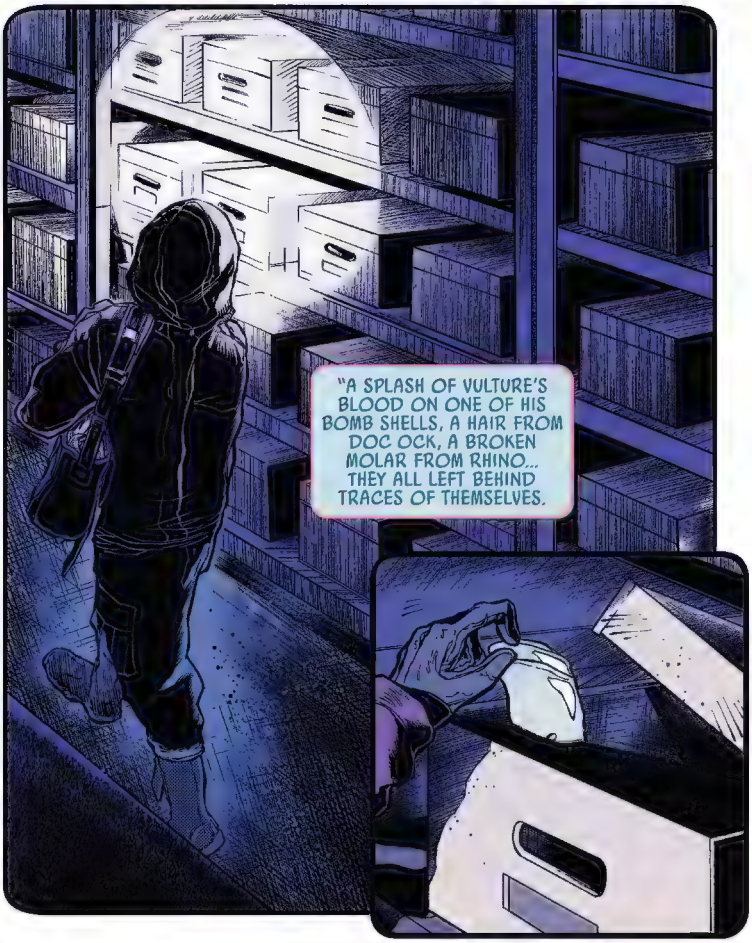

"BUT THE TRANSMITTER COULDN'T BE FOOLED EITHER.
ERROR

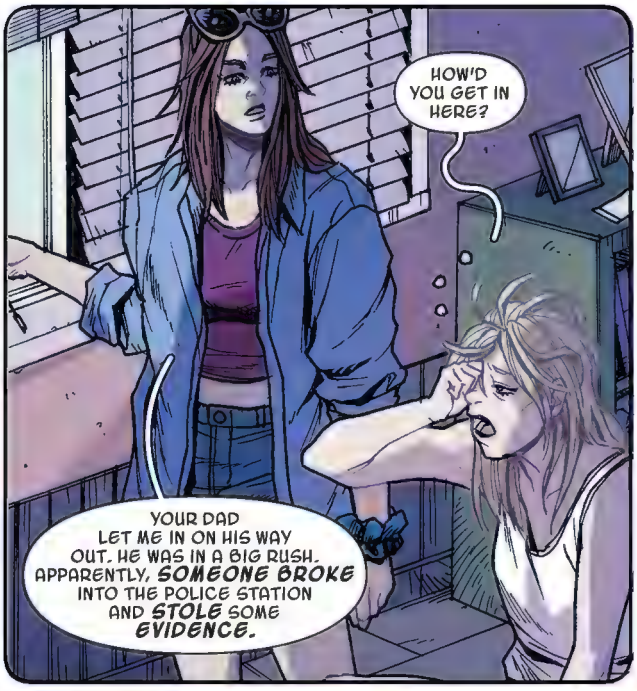

"I TRIED TO USE YOUR CLONE AS THE KEY MANY TIMES...BUT IT ALWAYS FAILED. IT WASN'T REALLY YOU.
"I NEEDED THE *REAL YOU*. IRONIC, ISN'T IT? IN THIS INSTANCE, YOU REALLY ARE THE CENTER OF THE UNIVERSE.

"BUT I COULDN'T CAPTURE YOU BY MYSELF...
POLICE
"...SO INSTEAD OF DESTROYING YOUR CLONES, I DECIDED TO TURN THEM INTO MY PERSONAL SOLDIERS.

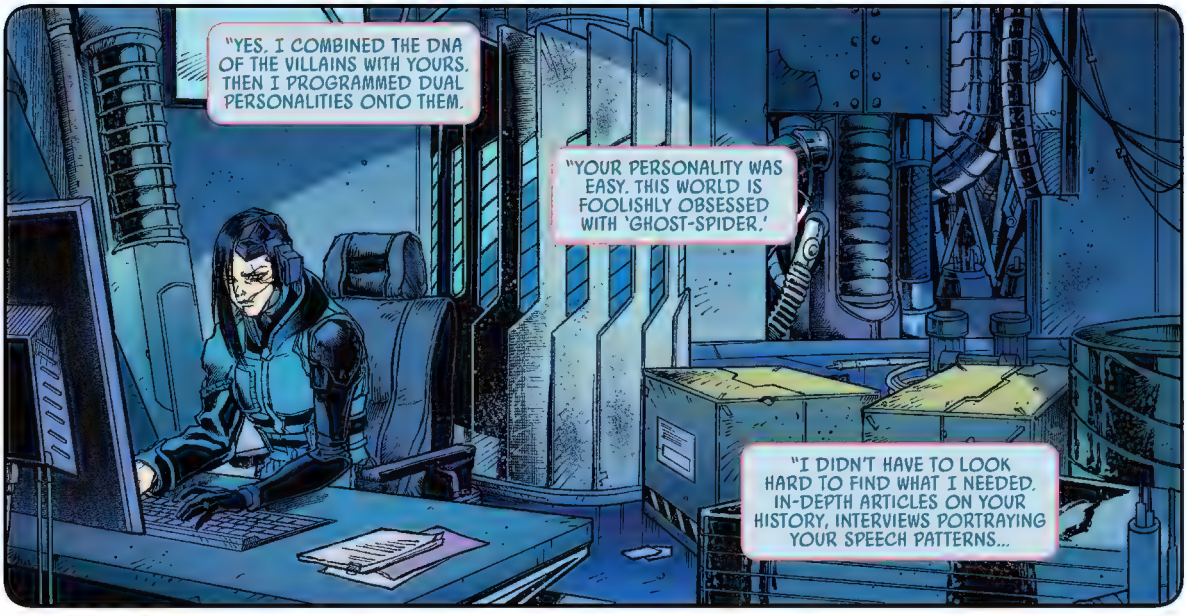

"I REALIZED THE BATTLE THAT KILLED LEE LEFT BEHIND THE DNA OF SOME OF THE MOST POWERFUL BEINGS IN THE MULTIVERSE.

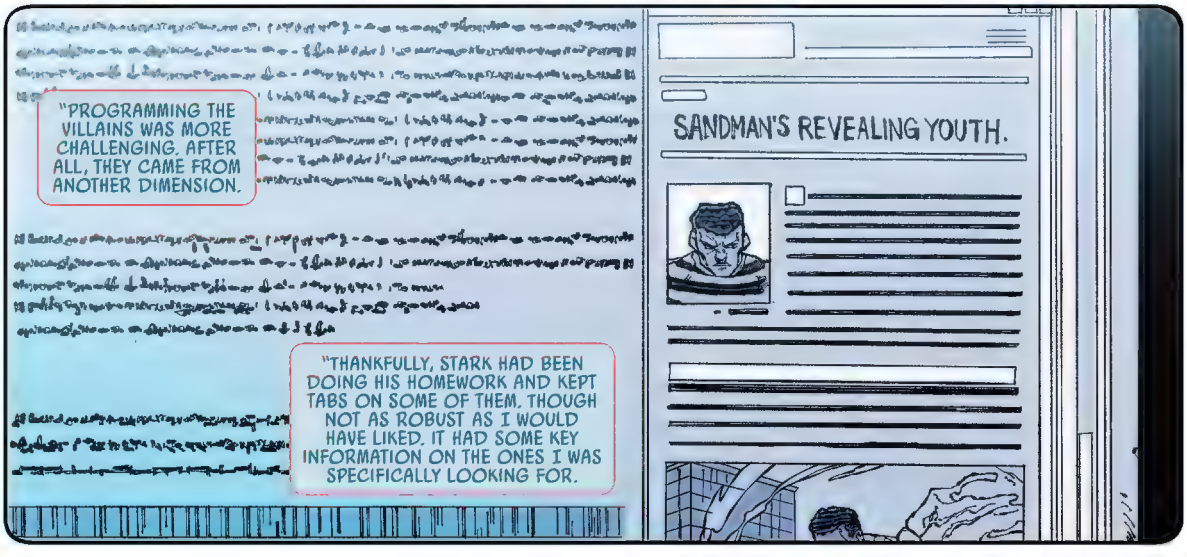
"I ALSO LEARNED FROM THE STARK DATABASE THAT THEY'RE MORE COMMONLY KNOWN ON EARTH-616 AS THE *SINISTER SIX*.

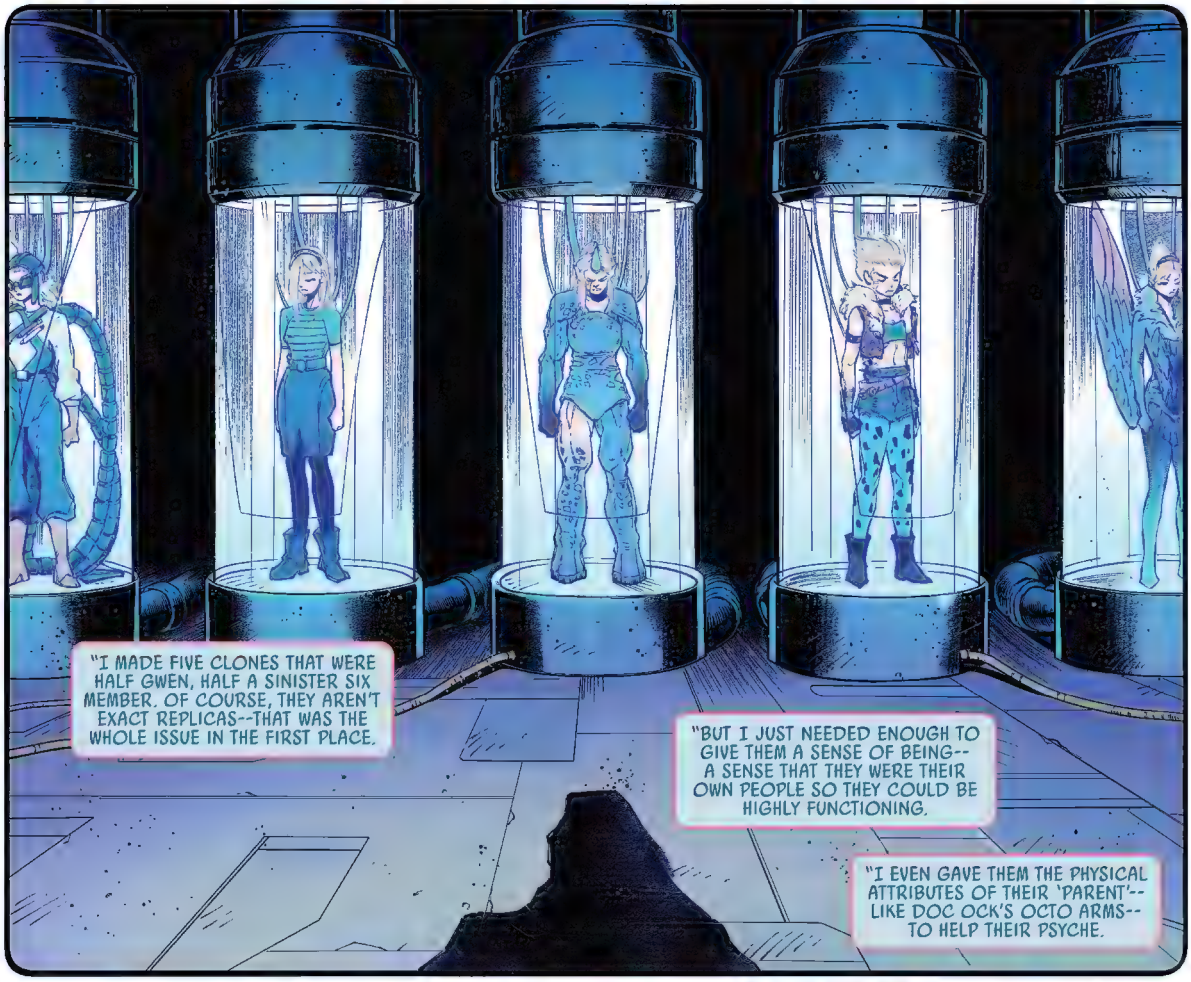

"A SPLASH OF VULTURE'S BLOOD ON ONE OF HIS BOMB SHELLS, A HAIR FROM DOC OCK, A BROKEN MOLAR FROM RHINO... THEY ALL LEFT BEHIND TRACES OF THEMSELVES.

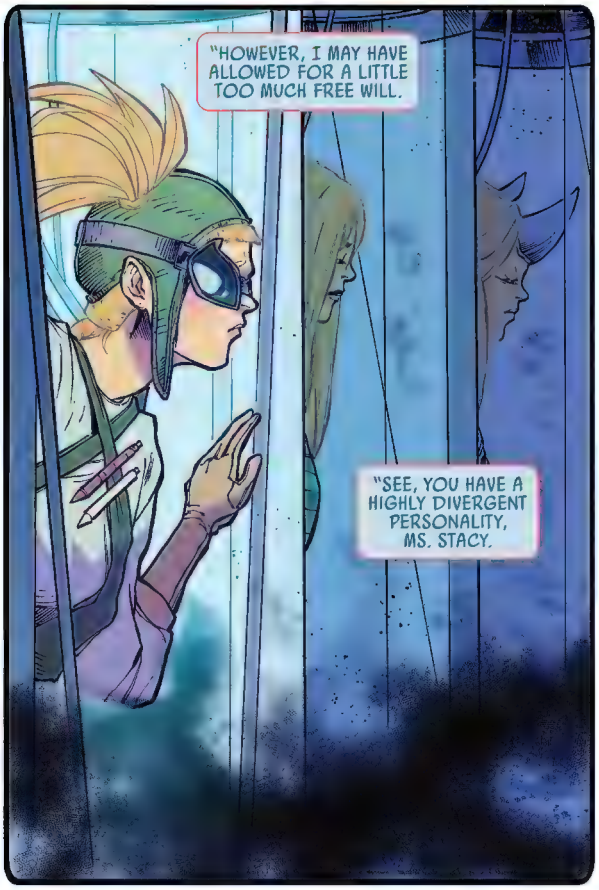

HOW'D YOU GET IN HERE?
YOUR DAD LET ME IN ON HIS WAY OUT. HE WAS IN A BIG RUSH. APPARENTLY, SOMEONE BROKE INTO THE POLICE STATION AND STOLE SOME EVIDENCE.

YOU WERE BEHIND THE POLICE BREAK-INS.

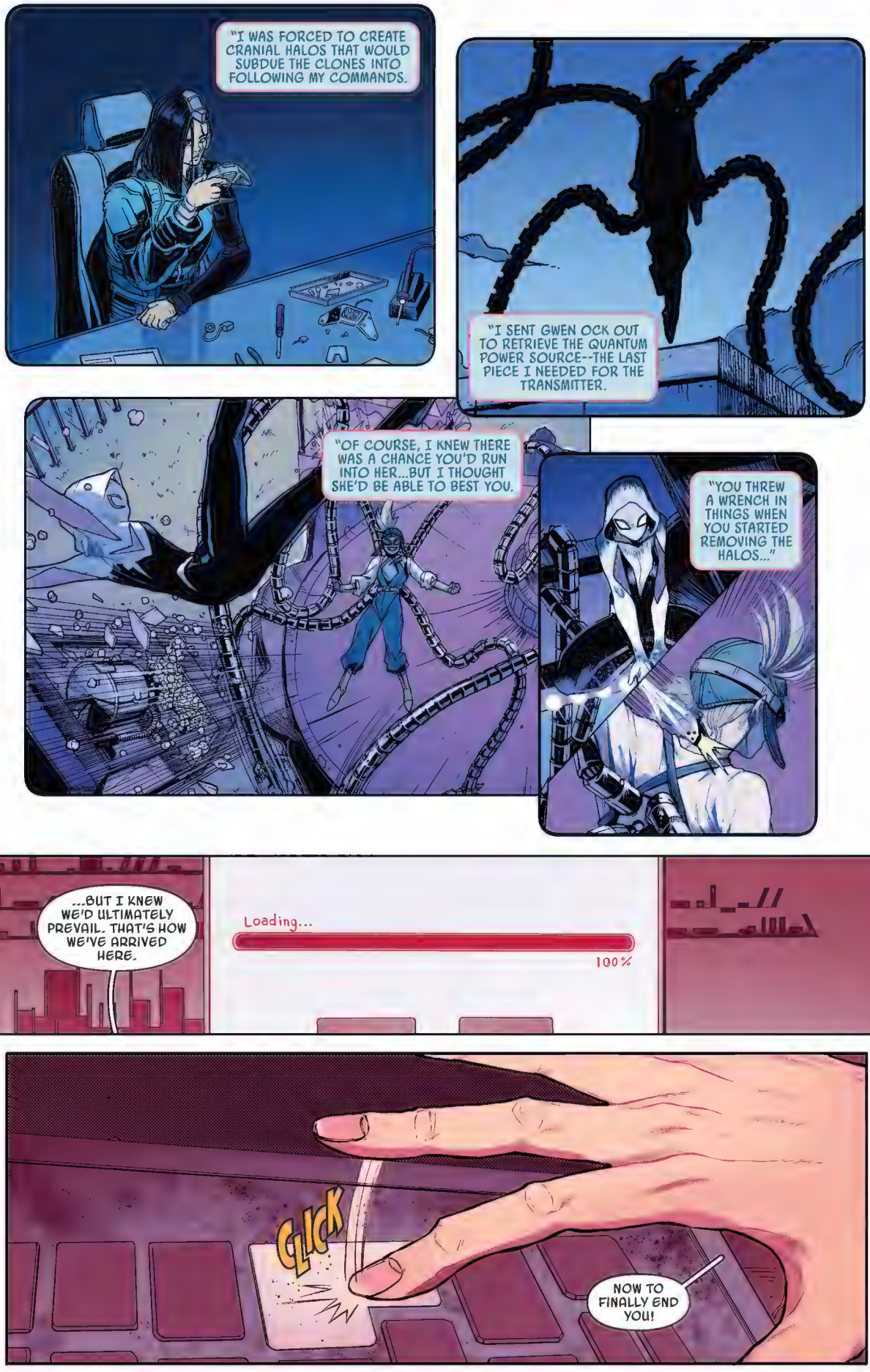

"YES. I COMBINED THE DNA OF THE VILLAINS WITH YOURS. THEN I PROGRAMMED DUAL PERSONALITIES ONTO THEM.
"YOUR PERSONALITY WAS EASY. THIS WORLD IS FOOLISHLY OBSESSED WITH 'GHOST-SPIDER.'
"I DIDN'T HAVE TO LOOK HARD TO FIND WHAT I NEEDED. IN-DEPTH ARTICLES ON YOUR HISTORY, INTERVIEWS PORTRAYING YOUR SPEECH PATTERNS...


"PROGRAMMING THE VILLAINS WAS MORE CHALLENGING. AFTER ALL, THEY CAME FROM ANOTHER DIMENSION.
"THANKFULLY, STARK HAD BEEN DOING HIS HOMEWORK AND KEPT TABS ON SOME OF THEM. THOUGH NOT AS ROBUST AS I WOULD HAVE LIKED. IT HAD SOME KEY INFORMATION ON THE ONES I WAS SPECIFICALLY LOOKING FOR.
SANDMAN'S REVEALING YOUTH.

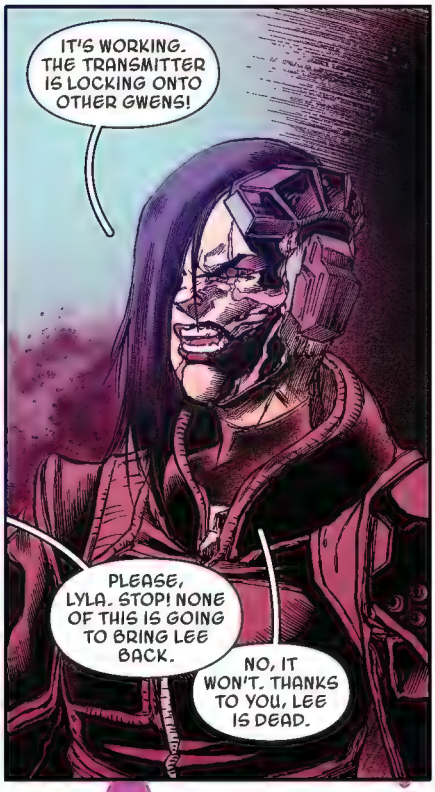

"I MADE FIVE CLONES THAT WERE HALF GWEN, HALF A SINISTER SIX MEMBER. OF COURSE, THEY AREN'T EXACT REPLICAS--THAT WAS THE WHOLE ISSUE IN THE FIRST PLACE.
"BUT I JUST NEEDED ENOUGH TO GIVE THEM A SENSE OF BEING--A SENSE THAT THEY WERE THEIR OWN PEOPLE SO THEY COULD BE HIGHLY FUNCTIONING.
"I EVEN GAVE THEM THE PHYSICAL ATTRIBUTES OF THEIR 'PARENT'--LIKE DOC OCK'S OCTO ARMS--TO HELP THEIR PSYCHE.

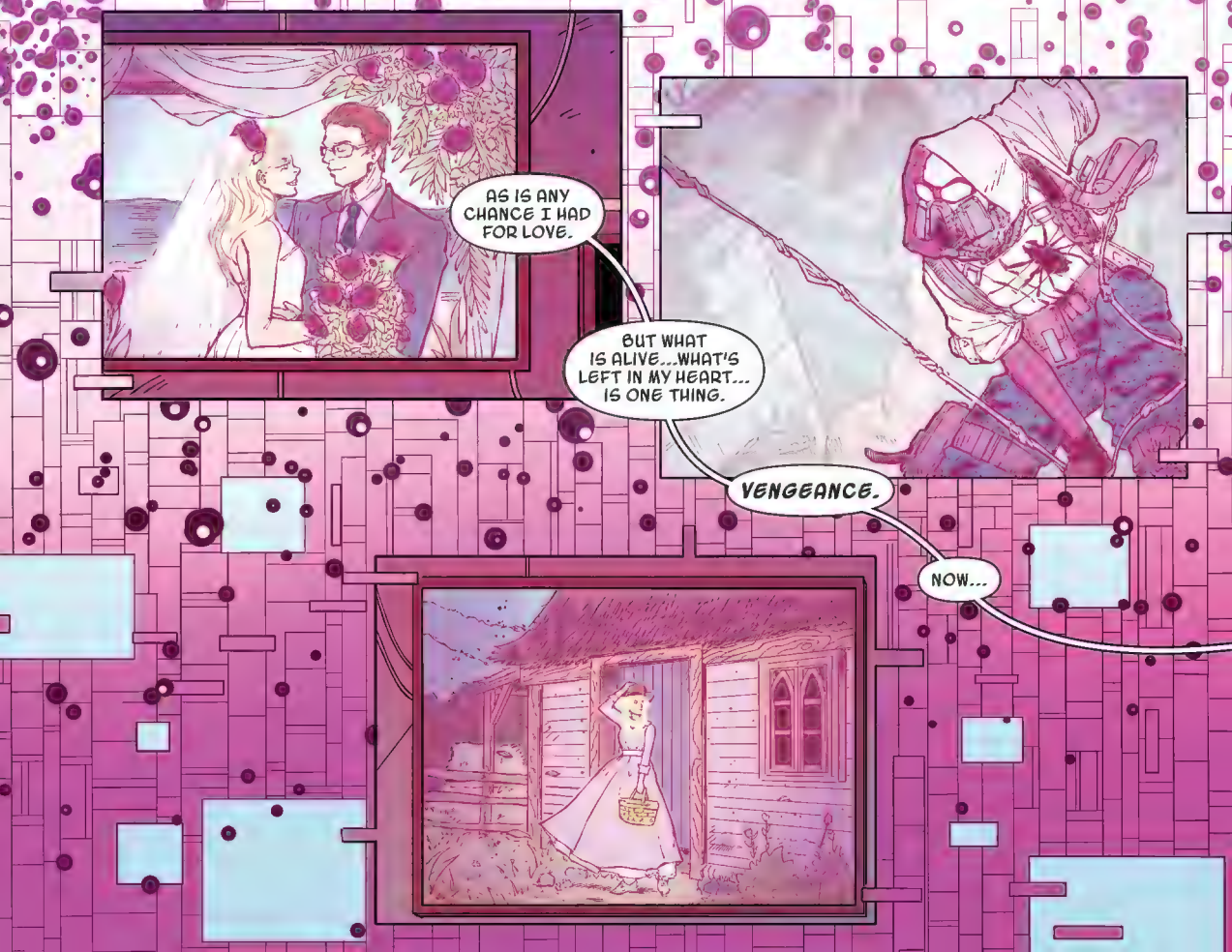

"HOWEVER, I MAY HAVE ALLOWED FOR A LITTLE TOO MUCH FREE WILL.
"SEE, YOU HAVE A HIGHLY DIVERGENT PERSONALITY, MS. STACY.

"SO WHEN I COMPLETED THE FIRST UPLOAD WITH GWEN OCK, SHE WASN'T EXACTLY A TEAM PLAYER.
WHAT THE HELL AM I DOING HERE...?


"I WAS FORCED TO CREATE CRANIAL HALOS THAT WOULD SUBDUE THE CLONES INTO FOLLOWING MY COMMANDS.
"I SENT GWEN OCK OUT TO RETRIEVE THE QUANTUM POWER SOURCE--THE LAST PIECE I NEEDED FOR THE TRANSMITTER.
"OF COURSE, I KNEW THERE WAS A CHANCE YOU'D RUN INTO HER...BUT I THOUGHT SHE'D BE ABLE TO BEST YOU.
"YOU THREW A WRENCH IN THINGS WHEN YOU STARTED REMOVING THE HALOS..."
...BUT I KNEW WE'D ULTIMATELY PREVAIL. THAT'S HOW WE'VE ARRIVED HERE.
Loading...
100%
CLICK
NOW TO FINALLY END YOU!

YYMMM
AH!


IT'S WORKING. THE TRANSMITTER IS LOCKING ONTO OTHER GWENS!
PLEASE, LYLA. STOP! NONE OF THIS IS GOING TO BRING LEE BACK.
NO, IT WON'T. THANKS TO YOU, LEE IS DEAD.


AS IS ANY CHANCE I HAD FOR LOVE.
BUT WHAT IS ALIVE...WHAT'S LEFT IN MY HEART... IS ONE THING.
VENGEANCE.
NOW...

...THIS IS THE END OF GWEN STACY. EVERYWHERE AND FOREVER.

FIVE
D.NA
3.23

LYLA'S HIDDEN BUNKER BENEATH THE NEW YORK STATE CEMETERY.

WHUMP

NAP TIME, HORN HEAD.

RHI-GWEN WON'T BE OUT FOR LONG.

THEN WE BETTER FIND GWEN QUICKLY.

HEARD YOU WERE LOOKING FOR A GWEN?

WELL, YOU'VE FOUND A COUPLE.

YOU GUYS REALIZE WE SHOULD ALL BE ON THE SAME SIDE, RIGHT?!
OF COURSE THEY DON'T. WE GOTTA REMOVE THEIR HALOS!
NO TIME FOR THAT--WE HAVE TO GET TO GWEN!
A LITTLE K.O. OUGHTA STALL THEM!

HURRY! THEY'LL COME AROUND BEFORE LONG.
HOLY...
IS THAT ME...AT A RODEO?!
FORGET THAT... I THINK I SEE ONE WHERE I'M THE PRESIDENT!

UNGRATEFUL WRETCHES.
YOU WOULDN'T EVEN BE ALIVE IF IT WASN'T FOR ME.
NO...
I'LL GET HER AWAY FROM THE CONTROL PANEL! YOU FIND A WAY TO FREE GWEN!
BZZZT
ACK!

UH...A LITTLE HELP? WHAT DO I DO?
RELEASE GWEN!
EXCEPT THERE'S NO BIG RED BUTTON THAT SAYS "RELEASE GWEN."
THEN TRY ANYTHING!
JUST SMASH IT!
RIGHT. SMASH.
CRASH!

THANK GOD...
CATCH YOUR BREATH, BUT DON'T TAKE TOO LONG. IT'S NOT OVER YET...
BUT IT WILL BE SOON.
THE TRANSMITTER ALREADY FINISHED SCANNING YOUR BIOENERGY SIGNATURE, GWEN. IT'S LOCKING ONTO ALL THE OTHER GWENS IN THE MULTIVERSE.
NOW I JUST NEED TO SEND THE KILL SIGNAL.
AND MY GWENS WILL MAKE SURE YOU DON'T GET IN MY WAY.

A GWEN REMATCH... SOMETHING I COULD'VE DONE WITHOUT.
GAH! SHE'S... ALMOST... THERE!
CRSHH
AGH!
I'LL KEEP HER GROUNDED.
IF SHE SENDS THAT KILL SIGNAL, YOU DUMMIES ARE GOING TO DIE ALONGSIDE US!
THEY WON'T LISTEN-- THEY'RE STILL HALOED!

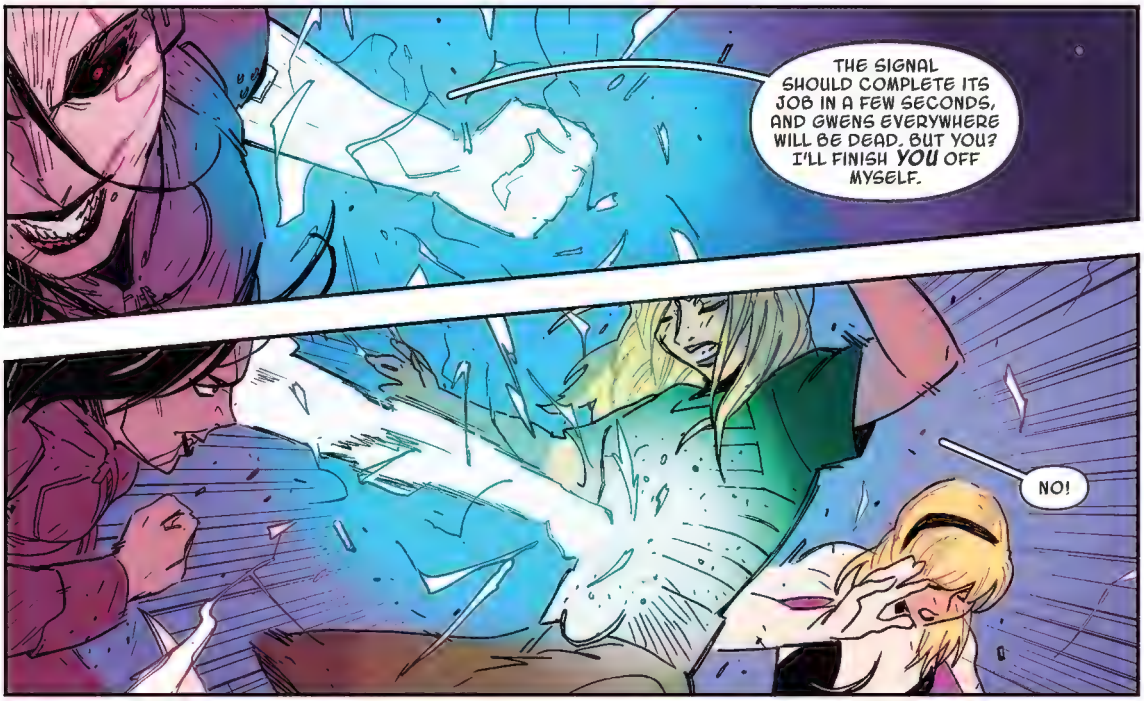
SNAP
GWEN OCK, I NEED A BOOST. THINK OF MONKEY BARS.
YEAH, MONKEY BARS OF DEATH!
SANDGWEN! LYLA AT TWO O'CLOCK!
ON IT!

ARGH!
OOOOF!
KEEP HER OCCUPIED, THANKS!
WHY AM I ALWAYS THE BAIT?!
HNN.
WHAT'S HAPPENING?
RHINOGWEN IS CONFUSED...
WE GOT ALL THEIR HALOS...
FINALLY!
HMMMMMMM

AHHH!
I HAVE TO STOP--THE SIGNAL...
I HAVE TO DESTROY THE TRANSMITTER--GOD, THIS HURTS LIKE #@$%.
HN!
NOT SO FAST.

NICE TRY. BUT EVEN IF YOU'D SUCCEEDED, THE TRANSMITTER HAS BUILT-IN REDUNDANCIES.
IF ANY ONE PART IS DAMAGED, BACKUP SYSTEMS TAKE OVER.
IT WOULD REQUIRE THE SIMULTANEOUS FAILURES OF MULTIPLE SYSTEMS TO HAVE ANY NOTICEABLE EFFECT.

HUH?


THE SIGNAL SHOULD COMPLETE ITS JOB IN A FEW SECONDS, AND GWENS EVERYWHERE WILL BE DEAD. BUT YOU? I'LL FINISH YOU OFF MYSELF.
NO!

YOU CLONES WERE CLEARLY A MISTAKE.
SANDGWEN...

I NEVER SHOULD HAVE-- HUH?

CRSHAW
MULTIPLE REDUNDANCIES, HUH? GOOD THING WE'VE GOT A MULTITASKER ON HAND.
NO...
SHE'S CAUSING A MASSIVE ENERGY FEEDBACK.
BUT THAT'LL KILL HER.
HNNN.
GWEN OCK! YOU HAVE TO GET OUT OF THERE!

NO CAN DO. THIS IS AN ALL-TENTACLES-ON-DECK KIND OF SITUATION.
NO, NO, NO.
KRRSSSHHH

BOOOM
COFF
COFF
GWEN OCK? GWEN OCK, WHERE ARE YOU?!
GWEN OCK!
YOU DID IT. YOU SAVED US ALL.
HEY... DID WE DO IT?
WE DID IT.
AND LYLA? WHERE'S LYLA?
SHE'S...SHE'S GONE.

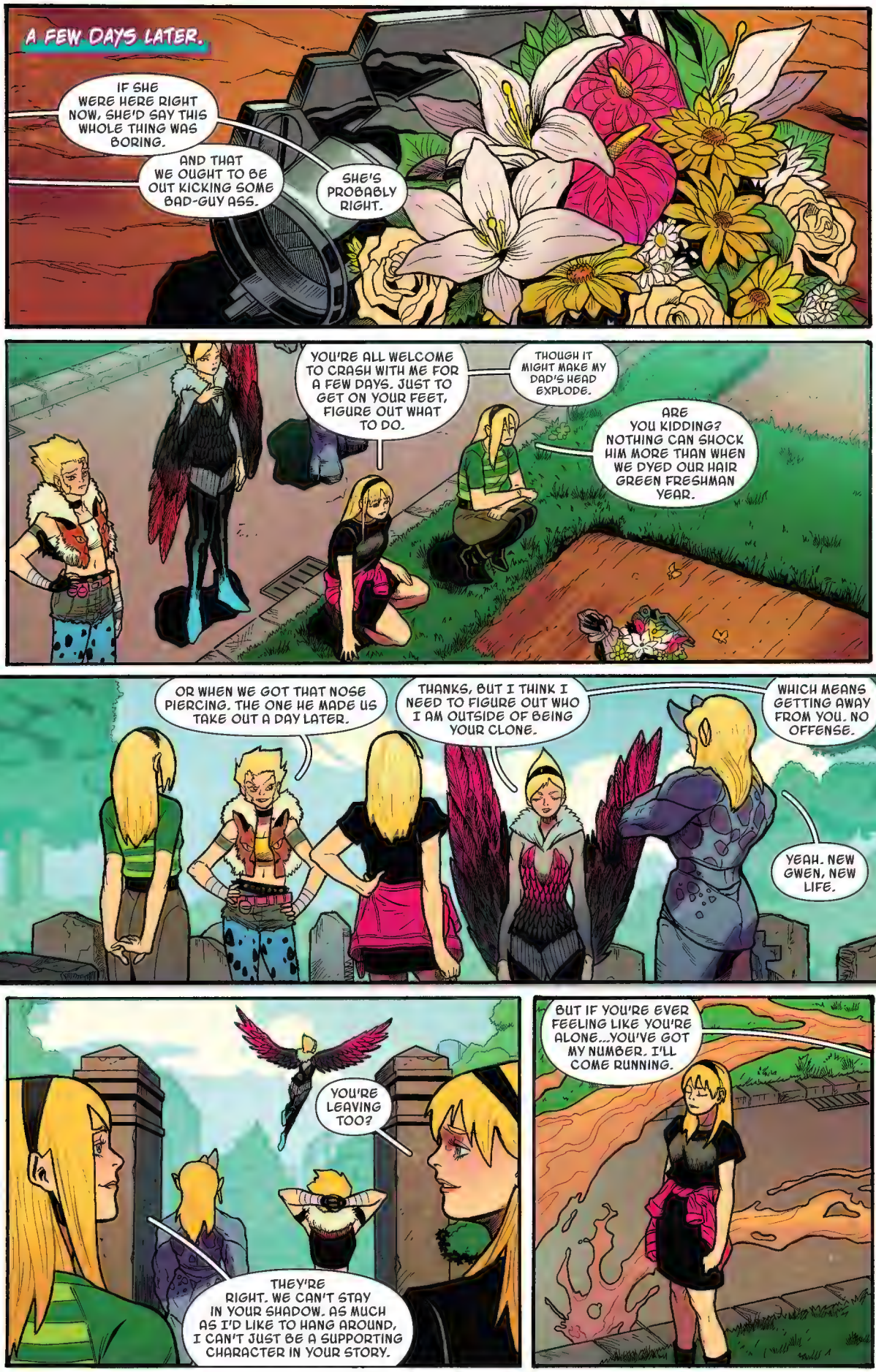
THIS IS ALL MY FAULT. THIS HAPPENS TO PEOPLE AROUND ME. PEOPLE GET HURT BECAUSE OF ME.
LYLA'S RIGHT...I AM THE VILLAIN.
LISTEN, KID. WE'RE NOT PLAYING MONOPOLY HERE. WE'RE FIGHTING FOR THE FATE OF THE WORLD--OF MULTIPLE EARTHS.

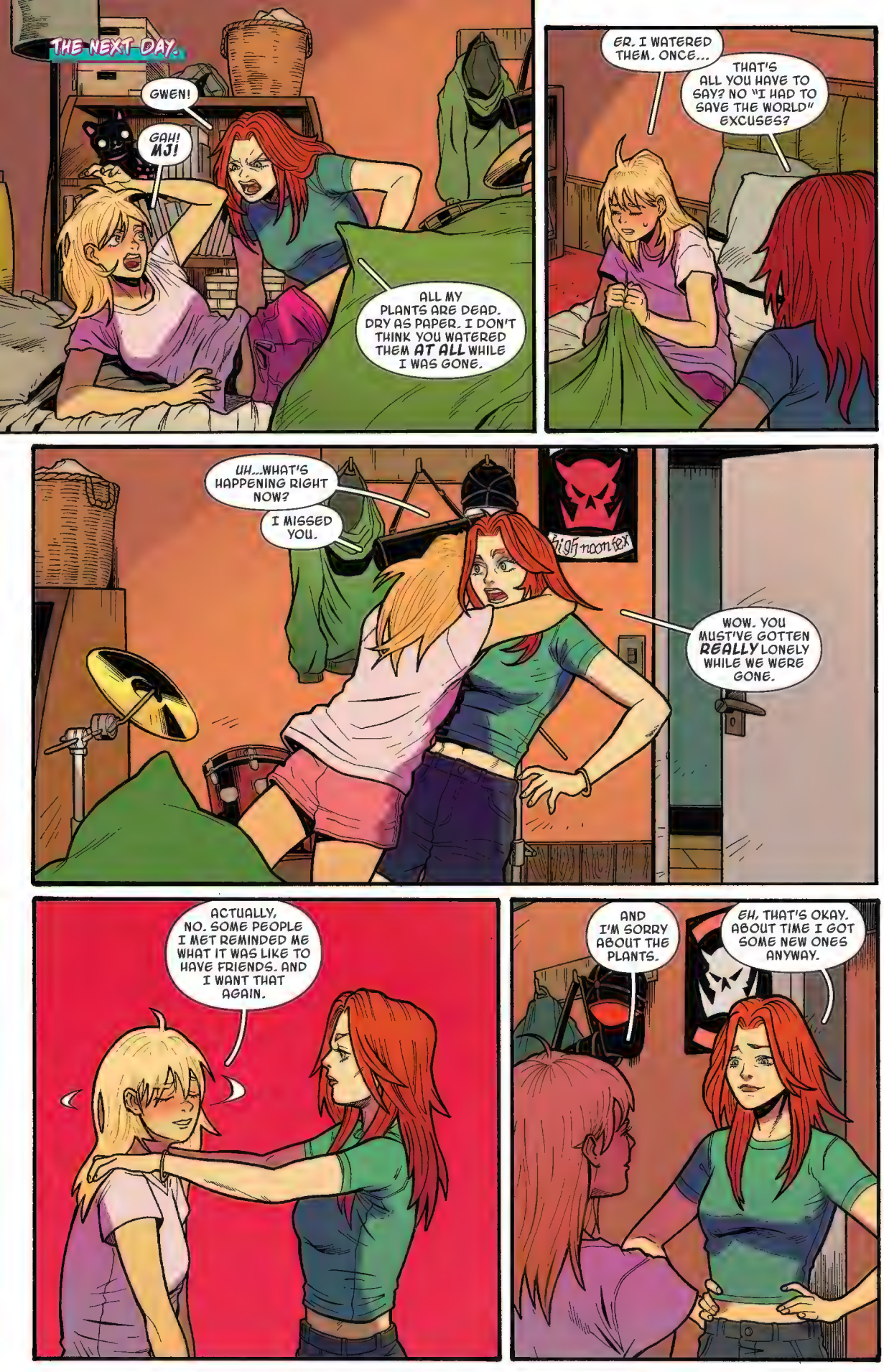
WITH STAKES THAT HIGH, PEOPLE ARE GOING TO GET HURT. NO MATTER HOW HARD YOU TRY.
WHAT MAKES YOU A HERO ISN'T JUST ABOUT WHICH SIDE YOU FIGHT ON. IT'S ABOUT CONTINUING TO FIGHT, KNOWING YOU HAVE TO BEAR THAT PAIN.
IT'S THE HARDEST THING TO DO. BUT THAT'S WHY YOU SHOULDN'T DO IT ALONE. WE'RE STRONGER TOGETHER--I SEE THAT NOW.

AND YOU'RE GOING TO RESIST THAT. I KNOW BECAUSE I KNOW YOU. I AM YOU. BUT CLONE OR NOT, WE CAN ALL OVERCOME OUR PROGRAMMING.
I MEAN, WHO WOULD'VE THOUGHT I'D END UP BEING FRIENDS WITH TWO DIFFERENT VERSIONS OF ME?

SO FIND THAT STRENGTH. FIND YOUR PEOPLE. WHETHER IT'S WITH YOUR CLONES OR SOMEONE ELSE.
AND IF THEY GET HURT? BECAUSE OF ME?
THEN YOU KEEP GOING. BECAUSE THAT'S THE PRICE YOU PAY AS GHOST-SPIDER. BUT IF ANYONE CAN HANDLE IT, IT'S GWEN STACY.
BENN

YOU'RE NOT A VILLAIN. BUT WE ALL HAVE A LITTLE BAD IN US.
WHO SAYS THAT'S SO WRONG?

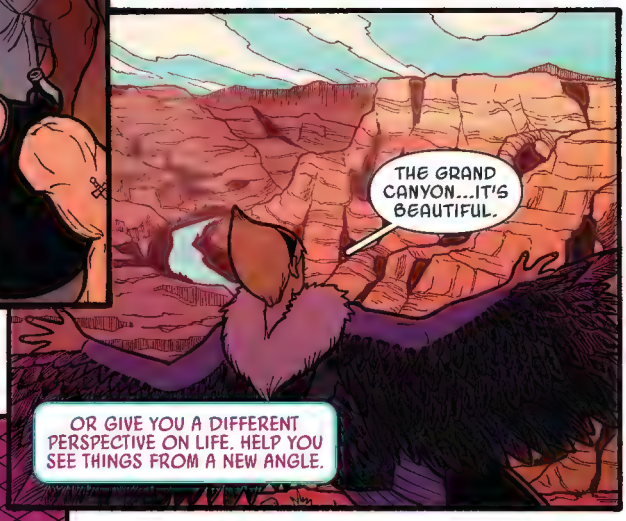

A FEW DAYS LATER.
IF SHE WERE HERE RIGHT NOW, SHE'D SAY THIS WHOLE THING WAS BORING.
AND THAT WE OUGHT TO BE OUT KICKING SOME BAD-GUY ASS.
SHE'S PROBABLY RIGHT.
YOU'RE ALL WELCOME TO CRASH WITH ME FOR A FEW DAYS. JUST TO GET ON YOUR FEET, FIGURE OUT WHAT TO DO.
THOUGH IT MIGHT MAKE MY DAD'S HEAD EXPLODE.
ARE YOU KIDDING? NOTHING CAN SHOCK HIM MORE THAN WHEN WE DYED OUR HAIR GREEN FRESHMAN YEAR.
OR WHEN WE GOT THAT NOSE PIERCING. THE ONE HE MADE US TAKE OUT A DAY LATER.
THANKS, BUT I THINK I NEED TO FIGURE OUT WHO I AM OUTSIDE OF BEING YOUR CLONE.
WHICH MEANS GETTING AWAY FROM YOU. NO OFFENSE.
YEAH. NEW GWEN, NEW LIFE.
YOU'RE LEAVING TOO?
THEY'RE RIGHT. WE CAN'T STAY IN YOUR SHADOW. AS MUCH AS I'D LIKE TO HANG AROUND, I CAN'T JUST BE A SUPPORTING CHARACTER IN YOUR STORY.
BUT IF YOU'RE EVER FEELING LIKE YOU'RE ALONE...YOU'VE GOT MY NUMBER. I'LL COME RUNNING.


THE NEXT DAY.
GWEN!
GAH! MJ!
ALL MY PLANTS ARE DEAD. DRY AS PAPER. I DON'T THINK YOU WATERED THEM AT ALL WHILE I WAS GONE.
ER. I WATERED THEM. ONCE...
THAT'S ALL YOU HAVE TO SAY? NO "I HAD TO SAVE THE WORLD" EXCUSES?
UH...WHAT'S HAPPENING RIGHT NOW?
I MISSED YOU.
WOW. YOU MUST'VE GOTTEN REALLY LONELY WHILE WE WERE GONE.
ACTUALLY, NO. SOME PEOPLE I MET REMINDED ME WHAT IT WAS LIKE TO HAVE FRIENDS. AND I WANT THAT AGAIN.
AND I'M SORRY ABOUT THE PLANTS.
EH, THAT'S OKAY. ABOUT TIME I GOT SOME NEW ONES ANYWAY.

LATER.
YOU SURE YOU DON'T HAVE HOMEWORK YOU SHOULD BE DOING RIGHT NOW?
I'VE ALREADY FINISHED ALL MY HOMEWORK FOR THE REST OF THE SCHOOL YEAR.
CAN YOU DO MY ASSIGNMENTS?
I DON'T CONDONE CHEATING.
'COURSE YOU DON'T.
LISTEN, REED, I'VE BEEN MEANING TO SAY I'M SORRY-- FOR GETTING YOU KIDNAPPED.
BENNE
SOMETIMES I THINK THAT I SHOULD COME WITH A WARNING LABEL, LIKE THE KIND YOU FIND ON PRESCRIPTION DRUGS.
"HANGING OUT WITH GWEN MAY BE ACCOMPANIED BY DIZZINESS, NAUSEA AND OCCASIONAL ABDUCTION.
"AND IN SEVERE CASES... DEATH."
SO, YOU'RE SAYING BEING YOUR FRIEND COMES WITH RISKS?
YEAH. AND SO YOU HAVE THE RIGHT TO TAKE AN OUT. JUST SAY THE WORD AND I'LL BE OUT OF YOUR LIFE.
GWEN, I'M NOT GOING TO LIVE IN FEAR OF WHAT COULD HAPPEN.
AND IF YOU WANT ME TO DO THE MATH, THAT'S A PRETTY SIMPLE RISK-TO-REWARD RATIO CALCULATION.
FRIENDS NEVER CEASE TO SURPRISE ME.

I ALWAYS EXPECT THEM TO UP AND VANISH. LIKE A PLANT YOU FORGET TO WATER.
(WHICH REMINDS ME: BUY MJ A NEW ORCHID.)
BUT THEY'RE HARDIER THAN PLANTS AND COME WITH MORE BENEFITS. THEY PUSH YOU OUT OF YOUR COMFORT ZONE. LIKE MAKING YOU ASK OUT A BOY YOU LIKE...

MY BET'S ON BLONDIE!
THIS CAN'T BE ALL YOU GOT! HAHA!
THEY CAN BE YOUR STRENGTH.


THE GRAND CANYON...IT'S BEAUTIFUL.
OR GIVE YOU A DIFFERENT PERSPECTIVE ON LIFE. HELP YOU SEE THINGS FROM A NEW ANGLE.

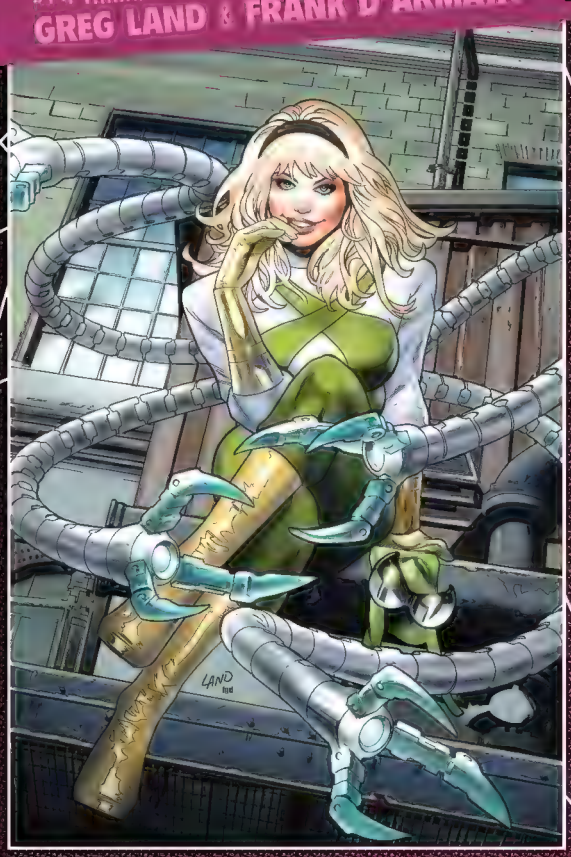
THEY DON'T HAVE TO KNOW YOU AS WELL AS A CLONE...
TIME FOR YOUR LUNCH, BUDDY.
PLOP

...YOU JUST HAVE TO BE WILLING TO LET THEM BE A PART OF YOUR LIFE.
THANK YOU SO MUCH... IT'S MY FIRST APARTMENT.

THERE ARE GOING TO BE MORE LOSSES. I KNOW THAT NOW...
HUNTING DOWN LYLA IS GOING TO BE A DANGEROUS GAME. SHE'S MADE IT CLEAR SHE'S WILLING TO HURT PEOPLE TO GET TO ME.
I CAN'T LET THAT STOP ME. I HAVE TO KEEP GOING...I HAVE TO KEEP GETTING BETTER.
MAYBE EVEN A LITTLE BADDER.
AFTER ALL...IF THERE'S ANYTHING I'VE LEARNED FROM THIS, IT'S THAT WE *ALL* HAVE A LITTLE *VILLAIN* IN US.
WHO SAYS THAT'S SO WRONG?
END.

#1 STORMBREAKERS VARIANT BY
C.F. VILLA

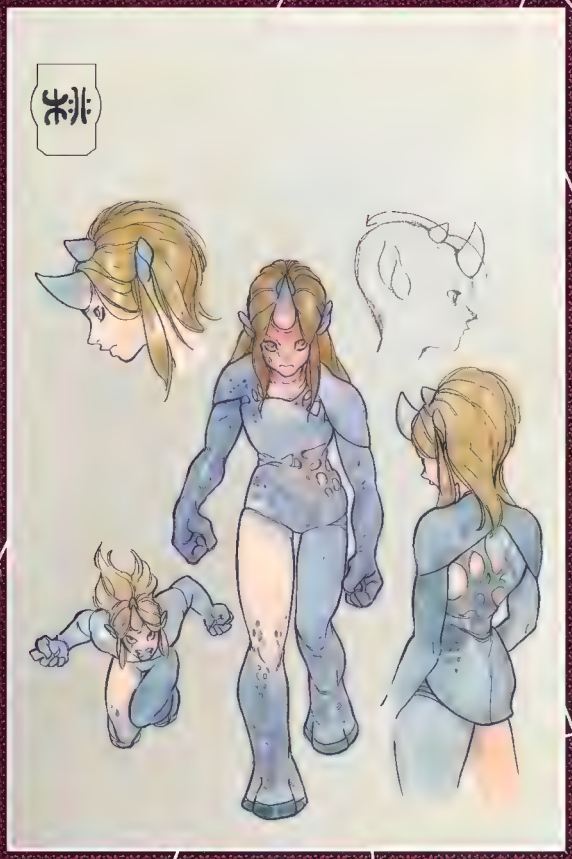
#1-4 VARIANTS BY
GREG LAND & FRANK D'ARMATA



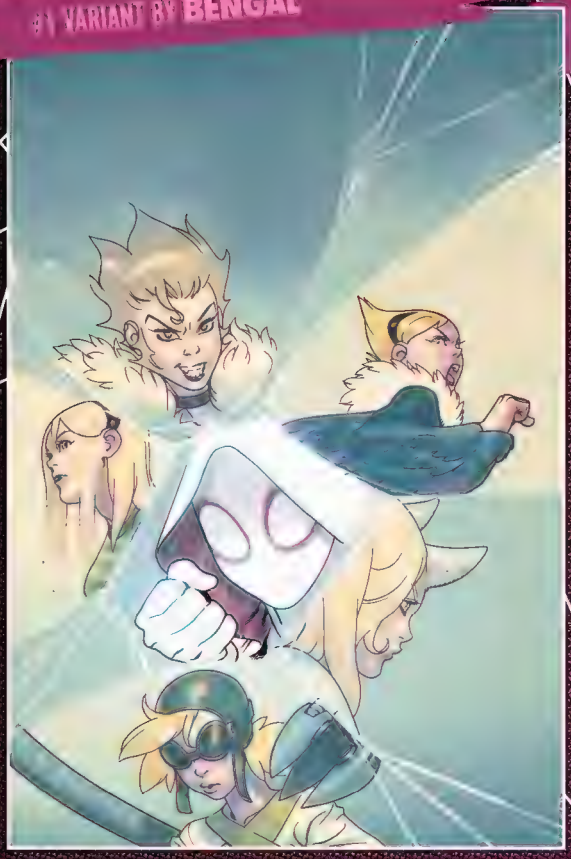
GREG LAND & FRANK D'ARMATA
#5 VARIANT BY
LAND
lgd

#1 DESIGN VARIANT BY
PEACH MOMOKO

#2.3 DESIGN VARIANTS BY PEACH MOMOKO



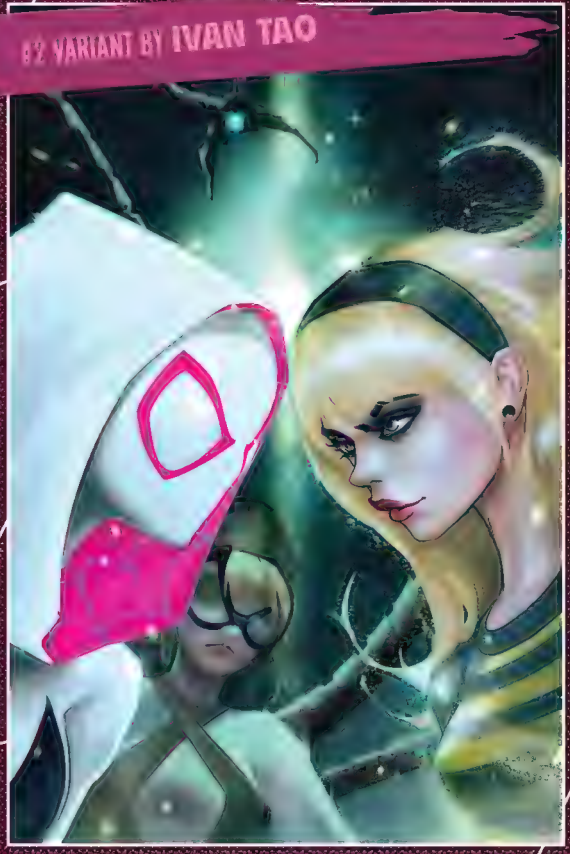
#1 VARIANT BY **BENGAL**



#1 WOMEN OF MARVEL VARIANT BY
ELENA CASAGRANDE & JORDIE BELLAIRE

#1 VARIANT BY **BRIAN STELFREEZE**

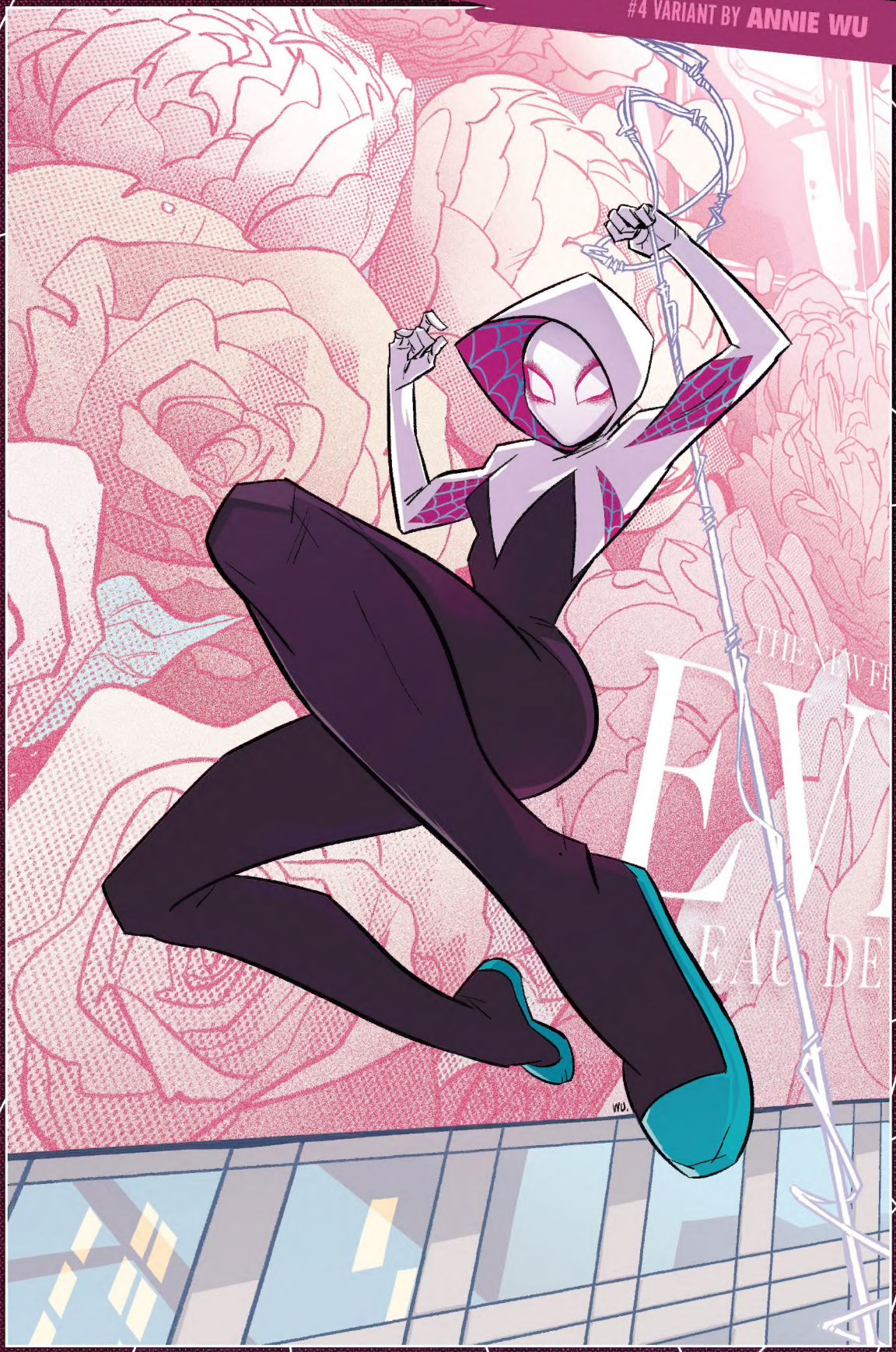
#2 VARIANT BY **IVAN TAO**



#2 VARIANT BY PEACH MOMOKO

#3 VARIANT BY RIAN GONZALES

#4 VARIANT BY **ANNIE WU**



#5 VARIANT BY **MARGUERITE SAUVAGE**

GHOST-SPIDER FACES HER OWN CLONE SAGA!

"A must-read for Spider-Gwen fans."
– AIPT

GWEN STACY COMES FACE-TO-FACE with some of the deadliest Spider-Man villains of all – including Doctor Octopus, Sandman and the Vulture! But wait – why do they all look like Gwen?! And what do these hybrid clones all want with the original? Luckily, with Reed Richards' help, Gwen is about to get some answers! Unluckily, the clones just keep on coming! Even worse, a mastermind is lurking in the shadows, just waiting to strike! But who could hate Gwen Stacy – all Gwen Stacys – this much? And how will their quest for vengeance threaten the entire Multiverse? Don't miss this pivotal chapter in the ever-surprising life of Ghost-Spider!

COLLECTING ***SPIDER-GWEN: SHADOW CLONES #1-5*** –
BY EMILY KIM, KEI ZAMA, OREN JUNIOR AND TRÍONA FARRELL.

T+

MARVEL

Jack.T.Ripper

BLOODY MARVELOUS!